

ANNUAL  
REPORT [2020-2021]



TOUCHED  
THE **SKY**  
**TRANSFORMING**  
**BANGLADESH...**  
AND WE'VE ONLY BEGUN



ispat

# ANNUAL REPORT 2020-2021



## **GPH ISPAT LIMITED**

### **Registered Office**

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### **Dhaka Office**

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Tel: +88 02 222260177, 222280366, Fax: +88 02 9880366, E-mail: [salesdhk@gphispat.com.bd](mailto:salesdhk@gphispat.com.bd)

### **Factory**

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**Website: [www.gphispat.com.bd](http://www.gphispat.com.bd)**



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**GOD FEARING**  
**PLAIN LIVING**  
**HIGH THINKING**





### **“IN THE BEGINNING, GOD CREATED MAN”**

and after thousand years of intelligence, precision, hard work and innovation, man created steel – one of the greatest innovations of all time. This super-strong, carbonized and alloyed form of iron is an element without which modern life is literally unimaginable. From skyscrapers and planes to syringes and forks, steel is an essential part of our everyday life.

### **GPH ISPAT LTD.**

One of the leaders of Bangladesh in manufacturing steel promises a super strong future and economy with its world-class products. Not only structural bar, but GPH Ispat Limited is also one of the producers of low & medium carbon and low alloy Steel Billets in Bangladesh, the main ingredients of manufacturing graded steel bar. As GPH is ensuring the highest quality products in Bangladesh as per various international and national standards, GPH Steel Billets and Bars are getting exported to other countries after nourishing national demand. The introduction of GPH Ispat Limited has all the potentials to take Bangladesh quite a few steps forward to a stronger, brighter tomorrow.



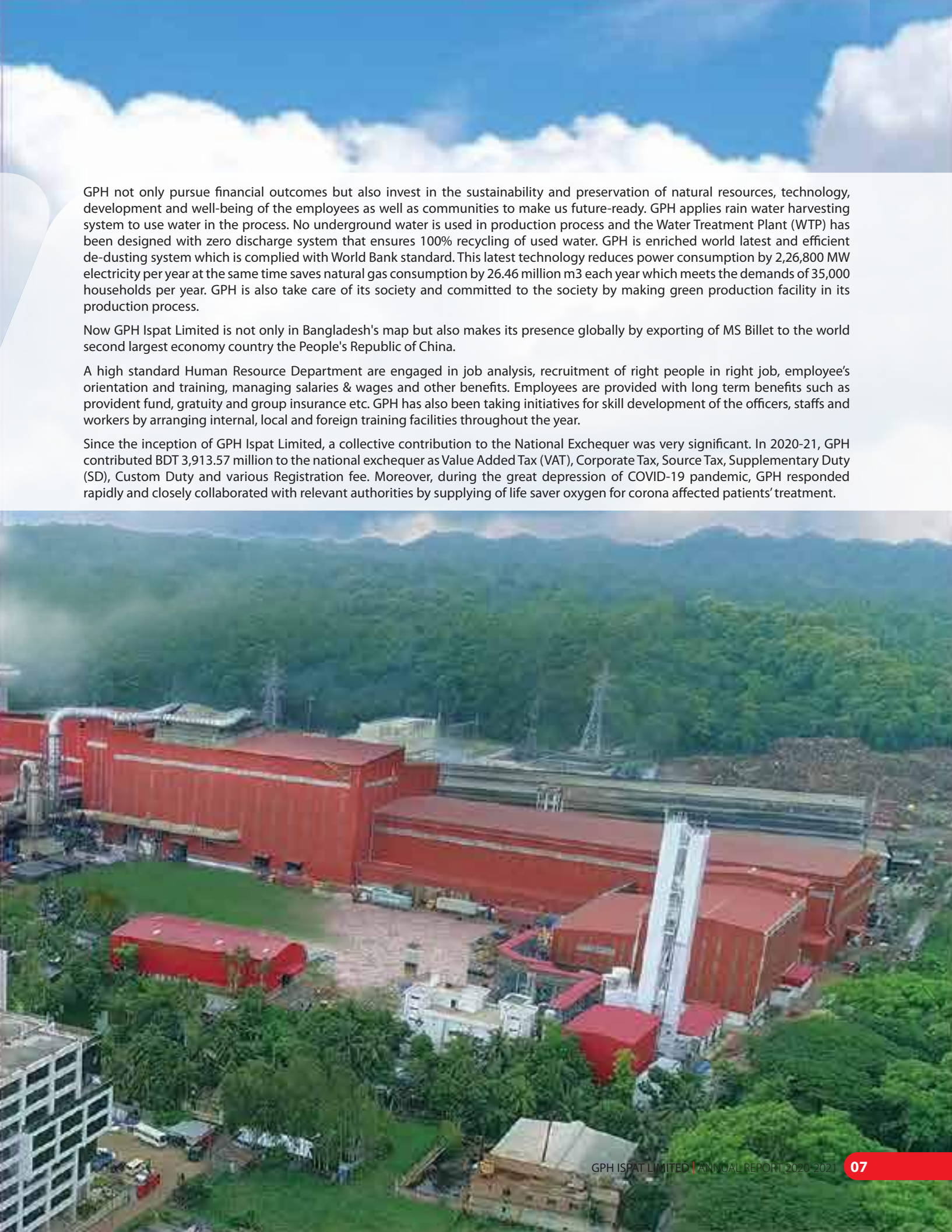
# ABOUT GPH ISPAT LIMITED

GPH Ispat Limited is one of the leading integrated steel manufacturing companies in Bangladesh engaged in manufacturing and trading of M. S. Billet and M. S. Rod. The Company was incorporated in Bangladesh on May 17, 2006 as a Private Limited Company limited by shares under the Companies Act, 1994. The Company converted into a Public Limited Company along with the subdivision of face value of shares from Tk. 100 to Tk. 10 each and enhanced Authorized Capital from Tk. 1,000 million to Tk. 2,500 million on December 18, 2009. GPH Ispat Limited came to Initial Public Offering (IPO) in February 2012 and became listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited in April 2012. The company enhanced its Authorized Capital from Tk. 2,500 million to Tk. 10,000 million in September 2015. GPH Ispat Limited also issued 03[R]:02 Right Shares in June, 2016.

GPH stands for God Fearing, Plain Living and High thinking. Holding this philosophy in mind the company started its journey back in 2006 and the commercial production of the factory commenced on August 21, 2008 with an annual production capacity of M. S. Billet 84,000 metric ton and M. S. Rod 120,000 metric ton of different diameter ranges from 8 mm to 40 mm. GPH Ispat has embarked on a new journey with cutting-edge innovation in the history of steel manufacturing, and has proudly introduced Asia's first Quantum Electric Arc Furnace and Winlink Technology, which annual capacity reached at 1 million plus steelmaking as well as production of rebar and medium section from billet to rolled finished products and the level-2 automation system ensure desired quality & quantity of production. In 21 June 2021, the company declared the commercial production of the new expansion plant and marketed the new products. GPH can produce long steel product from 300 MPA to 900 MPA that's ensures up to class-4 grade steel in its production facility. GPH Ispat Limited is an ISO 9001:2008 certified company and process the Integrated Management System (IMS) of ISO 9001: 2015, 14001 & 45001:2018 certification as a continuous effort for sustainable development of the company.







GPH not only pursue financial outcomes but also invest in the sustainability and preservation of natural resources, technology, development and well-being of the employees as well as communities to make us future-ready. GPH applies rain water harvesting system to use water in the process. No underground water is used in production process and the Water Treatment Plant (WTP) has been designed with zero discharge system that ensures 100% recycling of used water. GPH is enriched world latest and efficient de-dusting system which is complied with World Bank standard. This latest technology reduces power consumption by 2,26,800 MW electricity per year at the same time saves natural gas consumption by 26.46 million m<sup>3</sup> each year which meets the demands of 35,000 households per year. GPH is also take care of its society and committed to the society by making green production facility in its production process.

Now GPH Ispat Limited is not only in Bangladesh's map but also makes its presence globally by exporting of MS Billet to the world second largest economy country the People's Republic of China.

A high standard Human Resource Department are engaged in job analysis, recruitment of right people in right job, employee's orientation and training, managing salaries & wages and other benefits. Employees are provided with long term benefits such as provident fund, gratuity and group insurance etc. GPH has also been taking initiatives for skill development of the officers, staffs and workers by arranging internal, local and foreign training facilities throughout the year.

Since the inception of GPH Ispat Limited, a collective contribution to the National Exchequer was very significant. In 2020-21, GPH contributed BDT 3,913.57 million to the national exchequer as Value Added Tax (VAT), Corporate Tax, Source Tax, Supplementary Duty (SD), Custom Duty and various Registration fee. Moreover, during the great depression of COVID-19 pandemic, GPH responded rapidly and closely collaborated with relevant authorities by supplying of life saver oxygen for corona affected patients' treatment.





## OUR JOURNEY

**2006**

Incorporated as a Private Limited Company.

**2008**

Commenced the commercial production of the factory with an annual production capacity of MS Billet 84,000 MT and MS Rod 120,000 MT.

**2009**

- Converted into a Public Limited Company.
- Enhanced Authorized Capital from Tk. 1,000 million to Tk. 2,500 million.

**2012**

- Increased production capacity of MS Billet from 84,000 MT to 168,000 MT.
- Came to Initial Public Offering (IPO).
- Became listed with the Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited.

**2015**

Enhanced the Authorized Capital from Tk. 2,500 million to Tk. 10,000 million.

**2016**

- Issued 03[R]:02 Right Share.
- Started large-scale expansion of production with the world's most advanced technology based on "EAF Quantum Technology" by enhancement of production capacity of MS Billet 840,000 MT and MS Rod, Medium Section Products (Steel Beam, Angle, Channel, Flat Bar etc.) 640,000 MT per annum.

**2020**

- Started the hot commissioning and marketed the products of new expansion plant.
- First time contract for Export of 25,000 MT MS Billet to the People's Republic of China.

**2021**

Started the commercial production of new expansion plant on 21 June 2021.



## OUR VISION

“To provide the foundation for building the infrastructure of Bangladesh towards High-Income-Country (HIC) with the true GPH philosophy.”



## OUR MISSION

“The trusted brand of Bangladesh leading the steel sector with innovative products leveraging cutting edge technology.”



## OUR VALUES

- Appreciate what is given to us by Almighty
- Grow through Learning best practices home and beyond
- Innovation is key to our product and service delivery
- Leverage the power of Teamwork
- Empower people to deliver Excellence





November 27, 2021

The Valued Shareholders of GPH Ispat Limited  
Bangladesh Securities and Exchange Commission  
Registrar of Joint Stock Companies & Firms  
Dhaka Stock Exchange Limited  
Chittagong Stock Exchange Limited

**Subject: Annual Report for the year ended June 30, 2021.**

**Dear Sir(s),**

We are pleased to enclose the notice of 15th Annual General Meeting, a copy of the Annual Report together with the Audited Financial Statements including Statement of Financial Position, Statement of Profit or Loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the year ended June 30, 2021 along with the notes thereon of GPH Ispat Limited for your kind information and record.

It may be mentioned here that as per notification no. BSEC/CMRRCD/2006-158/208/Admin/81, dated 20 June, 2018 issued by Bangladesh Securities and Exchange Commission, we are sending the Notice of Annual General Meeting and Annual Report along with Annual Audited Financial Statements to the valued Shareholders through e-mail addresses available in their Beneficial Owner (BO) accounts with the Central Depository System. Moreover, soft copy of the Annual Report will also be available in the company's website at <https://www.gphispac.com.bd/AnnualReports>.

Yours sincerely

A handwritten signature in blue ink, appearing to read 'Abu Bakar Siddique'.

**Abu Bakar Siddique, FCMA**

Executive Director-Group and Company Secretary

## NOTICE OF THE 15<sup>TH</sup> ANNUAL GENERAL MEETING



### NOTICE OF THE 15<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 15th Annual General Meeting of the Shareholders of GPH Ispat Limited will be held virtually on Monday, 20 December, 2021 at 3:00 PM by using Digital Platform ([link http://gphispat15th.digitalagmbd.net](http://gphispat15th.digitalagmbd.net)) to transact the following businesses:

- Agenda-1: To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 30 June, 2021 together with the Auditors' Report and Directors' Report thereon.
- Agenda-2: To approve the Dividend for the year ended 30 June, 2021.
- Agenda-3: To elect Directors in terms of the relevant provision of Articles of Association.
- Agenda-4: To approve the re-appointment of the Managing Director.
- Agenda-5: To appoint Statutory Auditors for the year ended 30 June, 2022 and to fix their remuneration.
- Agenda-6: To appoint the Corporate Governance Compliance Auditors for the year ended 30 June, 2022 and to fix remuneration.
- Agenda-7: To approve the Inter Company loan/advance/business transactions for the year ended 30 June, 2021.

By order of the Board

**Abu Bakar Siddique, FCMA**

Executive Director-Group and Company Secretary

Dated: November 27, 2021

#### Note

1. The Shareholders whose names appeared in the Share Register/Depository Register of the company on the "Record Date" i.e. November 22, 2021 will be eligible to attend the 15th Annual General Meeting and receive the Dividend.
2. Pursuant to the Bangladesh Securities and Exchange Commission's Directive No. SEC/SRMIC/94-231/91 dated 31 March 2021, the Annual General Meeting will be virtual meeting of the Shareholders, which will be conducted via live webcast by using digital platform.
3. The Shareholders will be able to submit their questions/comments and vote electronically 48 hours before commencement of the AGM and during the AGM. For logging in to the system, the Members need to put their 16-digit Beneficial Owner (BO) ID number and other credential as proof of their identity by visiting the [link http://gphispat15th.digitalagmbd.net](http://gphispat15th.digitalagmbd.net).
4. The detailed procedures to participate in the virtual meeting have been provided in the **Annual Report page no. 13**.
5. A Shareholder eligible to attend and vote at the Annual General Meeting may appoint a Proxy to attend and vote in his/her stead. The "Proxy Form" attached with this Annual Report, duly filled, signed and stamped Tk. 20.00 must be submitted to the Company's Registered Office, Crown Chamber, 325 Asadgonj, Chattogram or sent through email at [share@gphispat.com.bd](mailto:share@gphispat.com.bd) not later than 48 hours before the time fixed for the Annual General Meeting.
6. Pursuant to the Bangladesh Securities and Exchange Commission notification no. BSEC/ CMRRCD/ 2006-158/ 208/Admin/81, dated 20 June, 2018, the soft copy of the Annual Report is being sent to the Shareholders through e-mail addresses available in their Beneficial Owner (BO) accounts maintained with the Central Depository System. Moreover, the soft copy of the Annual Report and proxy form will also be available in the company's website at <https://www.gphispat.com.bd/AnnualReports/>.

**GPH ISPAT LTD.**

Corporate Office : Crown Chamber, 325 Asadgonj, Chattogram-4000, Tel: +88 031 631460 , Fax: +88 031 610995, E-mail: [info@gphispat.com.bd](mailto:info@gphispat.com.bd)  
Dhaka Office: Hamid Tower (3rd & 11th floor), 24 Gulshan C/A, Circle -2, Dhaka-1212, Tel: +88 02 9840177, Fax: +88 02 9880366, E-mail: [salesdhk@gphispat.com.bd](mailto:salesdhk@gphispat.com.bd)



## ১৫তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি



### ১৫তম বার্ষিক সাধারণ সভার বিজ্ঞপ্তি

এতদ্বারা জানানো যাচ্ছে যে, জিপিএইচ ইস্পাত লিমিটেড এর শেয়ারহোল্ডারগণের ১৫তম বার্ষিক সাধারণ সভা নিম্নলিখিত বিষয়াদি সম্পাদনকল্পে ডিজিটাল প্ল্যাটফর্ম এর মাধ্যমে (লিঙ্ক <http://gphispat15th.digitalagmbd.net>) ভার্চুয়ালি আগামী ২০ ডিসেম্বর ২০২১ইং তারিখ রোজ সোমবার বিকাল ৩:০০ ঘটিকায় অনুষ্ঠিত হবে।

আলোচ্য বিষয়-১: ৩০ জুন ২০২১ইং তারিখে সমাপ্ত বছরের কোম্পানির নিরীক্ষিত আর্থিক হিসাব বিবরণী, সংশ্লিষ্ট নিরীক্ষা প্রতিবেদন এবং পরিচালকমন্ডলীর প্রতিবেদন গ্রহণ, বিবেচনা ও অনুমোদন।

আলোচ্য বিষয়-২: ৩০ জুন ২০২১ইং তারিখে সমাপ্ত বছরের জন্য ঘোষিত লভ্যাংশ অনুমোদন।

আলোচ্য বিষয়-৩: আর্টিকেলস অব এসোসিয়েশন এর সংশ্লিষ্ট ধারা অনুযায়ী পরিচালকবৃন্দের নির্বাচন।

আলোচ্য বিষয়-৪: কোম্পানির ব্যবস্থাপনা পরিচালকের পুনঃনিয়োগ অনুমোদন।

আলোচ্য বিষয়-৫: ৩০ জুন ২০২১ইং তারিখে সমাপ্ত আর্থিক বছরের জন্য নিরীক্ষক নিয়োগ এবং তাঁদের পারিশ্রমিক নির্ধারণ।

আলোচ্য বিষয়-৬: ৩০ জুন ২০২১ইং তারিখে সমাপ্ত আর্থিক বছরের কর্পোরেট গভর্ন্যান্স কমপ্লাইয়েন্সের জন্য নিরীক্ষক নিয়োগ এবং তাঁদের পারিশ্রমিক নির্ধারণ।

আলোচ্য বিষয়-৭: ৩০ জুন ২০২১ইং তারিখে সমাপ্ত বছরে আন্তঃকোম্পানির ঋণ/অগ্রিম/ব্যবসায়িক লেনদেন সমূহ অনুমোদন।

বোর্ডের আদেশক্রমে

আবু বক্কর সিদ্দিক, এফসিএমএ

নির্বাহী পরিচালক-গ্রুপ এবং কোম্পানি সচিব

তারিখ: ২৭ নভেম্বর, ২০২১ইং

নোট:

১. “রেকর্ড ডেটে” অর্থ্যাৎ ২২ নভেম্বর ২০২১ইং তারিখে যে সকল শেয়ারহোল্ডারবৃন্দের নাম কোম্পানির শেয়ার রেজিস্ট্রার/ডিপোজিটরি রেজিস্ট্রারে লিপিবদ্ধ থাকবে শুধুমাত্র তারাই ১৫তম বার্ষিক সাধারণ সভায় উপস্থিত হওয়ার ও লভ্যাংশ পাওয়ার যোগ্য বলে বিবেচিত হবেন।
২. বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের ৩১ মার্চ ২০২১ইং তারিখ এর নির্দেশনা নং. SEC/SRMIC/94-231/91 অনুসারে শেয়ারহোল্ডারবৃন্দের বার্ষিক সাধারণ সভা ভার্চুয়াল সভা হবে, যা ডিজিটাল প্ল্যাটফর্ম ব্যবহার করে লাইভ ওয়েবকাস্টের মাধ্যমে পরিচালিত হবে।
৩. সম্মানিত শেয়ারহোল্ডারবৃন্দ এজিএম শুরু হওয়ার ৪৮ ঘণ্টা পূর্বে থেকে এজিএম চলাকালীন সময়ে ইলেক্ট্রনিক মাধ্যমে তাদের প্রশ্ন/মন্তব্য জমা দিতে এবং ভোট দিতে পারবেন। সিস্টেমে লগ ইন করার জন্য সম্মানিত শেয়ারহোল্ডারবৃন্দ পরিচয় প্রমাণ হিসাবে তাদের ১৬-সংখ্যার বেনিফিশিয়াল ওনার (বিও) আইডি নম্বর এবং অন্যান্য তথ্য দিয়ে <http://gphispat15th.digitalagmbd.net> লিঙ্কটি ভিজিট করার মাধ্যমে প্রবেশ করতে পারবেন।
৪. ভার্চুয়াল সভায় অংশ গ্রহণের পদ্ধতি বার্ষিক প্রতিবেদনের ১৩ নং পৃষ্ঠায় বিস্তারিত ভাবে বর্ণনা করা হয়েছে।
৫. বার্ষিক সাধারণ সভায় উপস্থিত হওয়ার যোগ্য শেয়ারহোল্ডার ইচ্ছা করলে তার পক্ষে বার্ষিক সাধারণ সভায় উপস্থিত হওয়া এবং ভোট প্রদানের জন্য একজন প্রতিনিধি নিয়োগ করতে পারবেন। সেক্ষেত্রে বার্ষিক প্রতিবেদনের সাথে সংযুক্ত প্রক্সিফর্ম যথাযথ ভাবে পূরণ করে, স্বাক্ষর ও বিশ টাকার স্ট্যাম্প সহ সভা অনুষ্ঠিত হওয়ার নির্ধারিত সময়ের ৪৮ ঘণ্টা পূর্বে অবশ্যই কোম্পানির রেজিস্টার্ড অফিস ফ্রাউন চেম্বার, ৩২৫ আসাদগঞ্জ, চট্টগ্রাম-এ জমা দিতে হবে অথবা [share@gphispat.com.bd](mailto:share@gphispat.com.bd)-এ পাঠাতে হবে।
৬. বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের ২০ জুন ২০১৮ইং তারিখ এর নোটিফিকেশন নং-BSEC/ CMRRCD/ 2006-158/ 208/ Admin/81 অনুসারে বার্ষিক প্রতিবেদনের সফট কপি শেয়ারহোল্ডারবৃন্দের সেন্ট্রাল ডিপোজিটরি সিস্টেমে রক্ষিত বেনিফিশিয়াল ওনার্স (বিও) অ্যাকাউন্ট হতে প্রাপ্ত ই-মেইল ঠিকানায় প্রেরণ করা হয়েছে। এছাড়াও, বার্ষিক প্রতিবেদন এবং প্রক্সিফর্ম এর সফট কপি কোম্পানির ওয়েবসাইট <https://www.gphispat.com.bd/AnnualReports>-এ পাওয়া যাবে।


Corporate Office : Crown Chamber, 225 Asadganj, Chittagong-4900, Tel:-+88 031 631460, Fax:+88 031 610925, E-mail: [info@gphispat.com.bd](mailto:info@gphispat.com.bd)  
Dhaka Office: Hamid Tower (2nd & 11th floor), 24 Gulshan C/A, Circle-3, Dhaka-1212, Tel: +88 02 9846177, Fax: +88 02 9880365, E-mail: [sales@ghispat.com.bd](mailto:sales@ghispat.com.bd)



## VIRTUAL AGM ATTENDANCE PROCEDURE


Pursuant to the Bangladesh Securities and Exchange Commission's Directive No. SEC/SRMIC/94-231/91 dated 31 March 2021, the Board of Directors of GPH Ispat Limited has decided to hold its 15th Annual General Meeting in virtual manner by using digital platform. The digital platform is expected to make sure shareholders' attendance and take part from any place around the world. The procedures of attendance at virtual AGM are as follows:

- Step-1: Please check whether you are the Shareholder of GPH Ispat Limited as on "Record Date" i.e. **November 22, 2021**.
- Step-2: Please visit **<http://gphispat15th.digitalagmbd.net>** from your laptop, tablet and smartphone.
- Step-3: Please put your 16-digit BO ID number and number of shares on record date as a proof of your identity to login the system.
- Step-4: Please acknowledge regulatory directives and GPH's communication mode to the public for attending the AGM in digital platform.

 [User Guide](#)

1

**Wear Mask**  
Every time before entering and during in the store



Sign In


Shareholder
Proxy/Representative
Company/Scrutinizer

BO ID/Folio \*
BOID or Folio

Name

Share Quantity \*

Sign In



GPH Ispat Ltd.

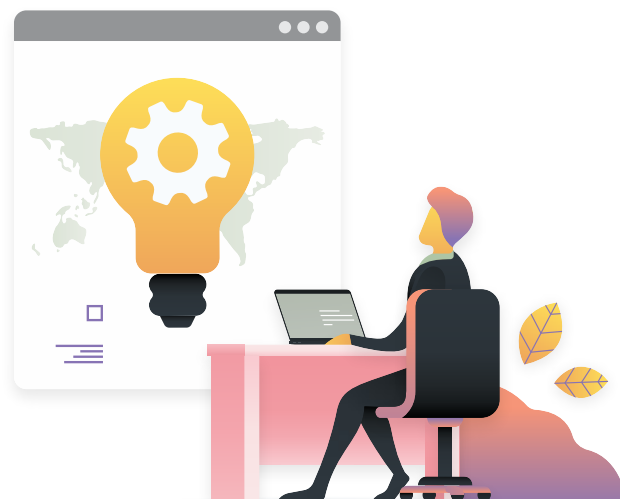
Venue : Digital Platform

15th Annual General Meeting

Date : 20 December 2021, Monday, 3:00 PM



# CORPORATE INFORMATION



## CORPORATE HISTORY

Company Name	: GPH Ispat Limited
Registration No	: CH-5853 of 2006
Date of Incorporation	: May 17, 2006
Commencement of Business	: August 21, 2008
Conversion to Public Limited Company	: December 18, 2009
Listed with Stock Exchanges	: April 19, 2012
TIN	: 875829530252
VAT Registration	: 000041042-0508
BOI Registration	: 20060607-C
Trade Licence No	: 180048
Import Registration Certificate	: BA-0165484
Export Registration Certificate	: RA-0088918
Registered Office	: Crown Chamber, 325 Asadgonj, Chattogram-4000, Bangladesh.
Factory	: Masjiddah, Kumira, Sitakunda, Chattogram, Bangladesh.
Dhaka Office	: Hamid Tower (3rd & 11th Floor), 24 Gulshan C/A, Circle- 2, Dhaka-1212.
Phone	: +880-31-631460(PABX), +880-31-2854997.
Fax	: +880-31-610995.
E-mail	: info@gphispac.com.bd
Website	: www.gphispac.com.bd

## BOARD OF DIRECTORS

Mr. Md. Alamgir Kabir	: Director & Chairman
Mr. Mohammed Jahangir Alam	: Director & Managing Director
Mr. Mohammed Almas Shimul	: Director & Additional Managing Director
Mr. Mohammad Ashrafuzzaman	: Director
Mr. Md. Abdul Ahad	: Director
Mr. Md. Azizul Hoque	: Director
Mr. Mohammad Abdul Malek	: Independent Director
Mr. Mukhtar Ahmed	: Independent Director

**AUDIT COMMITTEE**

Mr. Mukhtar Ahmed	: Chairman
Mr. Mohammed Almas Shimul	: Member
Mr. Mohammad Ashrafuzzaman	: Member
Mr. Abu Bakar Siddique, FCMA	: Secretary

**NOMINATION &  
REMUNERATION COMMITTEE**

Mr. Mohammad Abdul Malek	: Chairman
Mr. Mohammed Almas Shimul	: Member
Mr. Md. Abdul Ahad	: Member
Mr. Abu Bakar Siddique, FCMA	: Secretary

**CORPORATE OFFICIALS**

Mr. Abu Bakar Siddique, FCMA	: Executive Director-Group and Company Secretary
Mr. H. M. Ashraf-Uz-Zaman, FCA	: Chief Financial Officer
Mr. Mohammad Atiqur Rahman Chowdhury	: Head of Internal Audit and Compliance

**ADVISORS**

Prof. Dr. M. Shamim Z. Bosunia	: Technical Advisor
Mr. Shidhartha Barua, FCA	: Tax Advisor
Engr. Serazul Islam	: Technical Advisor (230 KV T/L & Substation Project)
Mr. Mohammad Osman Gani Chowdhury	: Media Advisor
Mr. Arafat Kamal, FCA	: Internal Audit Advisor
Engr. Md. Musharraf Hussain	: Technical Advisor (Marketing & Sales)
Mr. Mujibur Rahman, District Judge (Retd.)	: Legal & Compliance Advisor
Mr. Mohammad Amirul Islam	: Process Development Advisor
Colonel Mohammed Showkat Osman (Retd.)	: Logistics & Security Advisor

**STATUTORY AUDITORS**

Hussain Farhad & Co.  
Chartered Accountants

**CORPORATE GOVERNANCE  
COMPLIANCE AUDITORS**

Rahman Mostafa Alam & Co.  
Chartered Accountants



#### **LOCAL BANKERS**

AB Bank Limited  
United Commercial Bank Limited  
Trust Bank Limited  
Islami Bank Bangladesh Limited  
Standard Chartered Bank  
Bank Asia Limited  
Pubali Bank Limited  
Basic Bank Limited  
The City Bank Limited  
Dutch Bangla Bank Limited  
One Bank Limited  
Meghna Bank Limited  
Premier Bank Limited  
Midland Bank Limited  
Mercantile Bank Limited  
Modhumoti Bank Limited  
State Bank of India  
Eastern Bank Limited  
Argani Bank Limited  
NCC Bank Limited  
Jamuna Bank Limited  
Janata Bank Limited  
Sonal Bank Limited  
Southeast Bank Limited  
Mutual Trust Bank Limited  
Al-Arafa Islami Bank Limited  
Uttara Bank Limited

#### **FOREIGN BANKER**

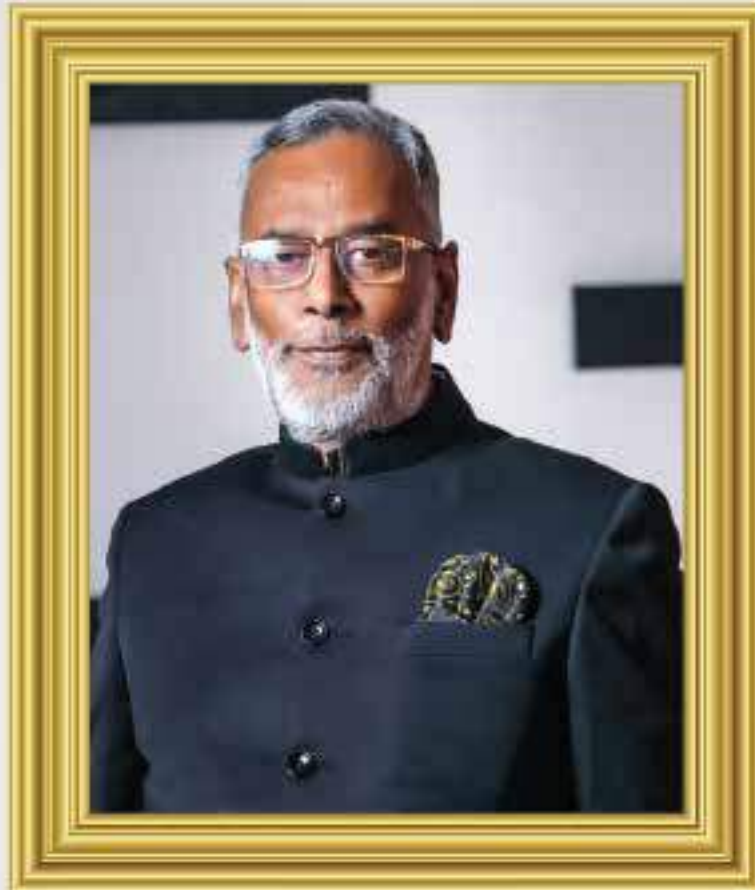
ODDO BHF Aktiengesellschaft, Germany

#### **LISTING**

Dhaka Stock Exchange Limited  
Chittagong Stock Exchange Limited

#### **CREDIT RATING**

Alpha Credit Rating Limited



**LATE ALHAJ MD. ABDUR ROUF**

**WE MOURN,  
ON THE SAD DEMISE OF OUR BELOVED DIRECTOR**

To pay condolence and tribute to the departed soul of the beloved and honorable Director of GPH Ispat Limited late Alhaj Md. Abdur Rouf. Alhaj Md. Abdur Rouf passed away on 11 May 2021 at the Square Hospitals, Dhaka leaving his family members, colleagues, employees of the GPH Group. His demise was deeply felt and continued to be mourned throughout the post-funeral days. The bereaved family of the late Director acknowledge with deep gratitude the heartfelt condolence and prayers for the deceased, offered by the people of GPH Group. All the members of the Board individually expressed their deep shock at the untimely demise of late Alhaj Md. Abdur Rouf. His death has undoubtedly caused an irreparable loss for the Company and also for the Country. Mr. Mohammed Jahangir Alam, Managing Director of GPH Ispat Limited conveyed his heartfelt condolences on behalf of the Board and other members of the GPH Ispat Limited to the bereaved family and prayer offered for the peace of departed soul of Alhaj Md. Abdur Rouf.

# BOARD OF DIRECTORS



**Sitting from left:**

Mr. Md. Alamgir Kabir, Director & Chairman, Mr. Mohammad Abdul Malek, Independent Director, Mr. Mohammed Jahangir Alam, Director & Managing Director

**Standing from right:**

Mr. Mohammad Ashrafuzzaman, Director, Mr. Md. Abdul Ahad, Director, Mr. Mohammed Almas Shimul, Director & Additional Managing Director, Mr. Md. Azizul Hoque, Director, Mr. Mukhtar Ahmed, Independent Director



# AUDIT COMMITTEE



**From left:**

Mr. Abu Bakar Siddique, FCMA, Secretary, Mr. Mohammed Almas Shimul, Member, Mr. Mukhtar Ahmed, Chairman, Mr. Mohammad Ashrafuzzaman, Member

# BOARD OF DIRECTORS



**Sitting from left:**

Mr. Md. Alamgir Kabir, Director & Chairman, Mr. Mohammad Abdul Malek, Independent Director, Mr. Mohammed Jahangir Alam, Director & Managing Director

**Standing from right:**

Mr. Mohammad Ashrafuzzaman, Director, Mr. Md. Abdul Ahad, Director, Mr. Mohammed Almas Shimul, Director & Additional Managing Director, Mr. Md. Azizul Hoque, Director, Mr. Mukhtar Ahmed, Independent Director



# AUDIT COMMITTEE



**From left:**

Mr. Abu Bakar Siddique, FCMA, Secretary, Mr. Mohammed Almas Shimul, Member, Mr. Mukhtar Ahmed, Chairman, Mr. Mohammad Ashrafuzzaman, Member



# ADVISORS PANEL



**Prof. Dr. M. Shamim Z. Bosunia**  
Technical Advisor



**Mr. Shidhartha Barua, FCA**  
Tax Advisor



**Engr. Serazul Islam**  
Technical Advisor  
(230 KV T/L & Substation Project)



**Mr. Mohammad Osman Gani Chowdhury**  
Media Advisor



**Mr. Arafat Kamal, FCA**  
Internal Audit Advisor



**Engr. Md. Musharraf Hussain**  
Technical Advisor  
(Marketing & Sales)



**Mr. Mujibur Rahman, District Judge (Retd.)**  
Legal & Compliance Advisor



**Mr. Mohammad Amirul Islam**  
Process Development Advisor



**Colonel Mohammed Showkat Osman (Retd.)**  
Logistics & Security Advisor



# **BORAD OF DIRECTORS'** PROFILE

# CHAIRMAN'S PROFILE



## **MR. MD. ALAMGIR KABIR** CHAIRMAN

Mr. Md. Alamgir Kabir having educational background of MBA in Marketing is a Sponsor Director and current Chairman of GPH Ispat Limited. Having more than three decades of business experience in both trading and manufacturing sectors, he has proved his wisdom and leadership in business. At present, he is serving M. I. Cement Factory Limited (Crown Cement) as the Vice Chairman. He also holds the position of Managing Director of Crown Cement Concrete and Building Products Limited.

He is also the Director of GPH Power Generation Limited, GPH Engineers & Development Limited, Jahangir & Others Limited, Chittagong Capital Limited, Crown Power Generation Limited, Crown Polymer Bagging Limited, Crown Mariners Limited, Crown Maritime and Shipping Services, Crown Transportation & Logistics Limited, Premier Cement Mills PLC Limited, Premier Power Generation Limited and Eco Ceramics Industries Limited. He is also running his trading house, engaged in trading of cement and other construction materials. He is also associated with some limited companies engaged in trading with his brothers.

Besides success in business, Mr. Kabir is the Chairman of GPH International School (GPHIS). He has also been proving his commitment to the society by attaching himself in social activities like:

- President, Bangladesh Cement Manufacturers Association (BCMA)
- President, Munshigonj Unnoyon Forum
- Life Member, Bangladesh Red Crescent Society
- Member, Army Golf Club
- General Body Member of Bangladesh-German Chamber of Commerce and Industry (BGCCI)
- General Body Member of Indo Bangladesh Chamber of Commerce (IBCC)
- General Body Member of Federation of Bangladesh Chambers of Commerce and Industries (FBCCI)



# MANAGING DIRECTOR'S PROFILE



**MR. MOHAMMED JAHANGIR ALAM**  
MANAGING DIRECTOR

Mr. Mohammed Jahangir Alam completed his education from Government College of Commerce, Chittagong, Bangladesh and started his career by joining in a private service in 1980.

He has derived vast proficiency in trading in Iron & Steel, Cement, Bitumen, C.I Sheet, Zinc Ingot, Capital Market, Industrial ventures etc. Initially he established his business house named Jahangir & Others in 1987 which was subsequently incorporated as Jahangir & Others Limited in 2003. He has established himself as one of the business leaders in Bangladesh.

Mr. Mohammed Jahangir Alam is the Chairman of GPH Group. The enterprises of GPH Group are; GPH Ispat Limited, GPH Power Generation Limited, GPH Ship Builders Limited, GPH Oxygen Limited, GPH Agro Limited, Jahangir & Others Limited, Chittagong Capital Limited, Eco Ceramics Industries Limited, Nirnoy Enterprise and A. Ahad Corporation.

Mr. Mohammed Jahangir Alam is also the Chairman of Crown Cement Group. The enterprises of Crown Cement Group are; M. I. Cement Factory Limited (Crown Cement), Crown Power Generation Limited, Crown Polymer Bagging Limited, Crown Mariners Limited, Crown Transportation & Logistics Limited, Crown Cement Concrete and Building Products Limited and Crown Enterprise.

Mr. Mohammed Jahangir Alam is the Managing Director of Star Allied Venture Limited.

He is also the Director of Premier Cement Mills PLC Limited, Premier Power Generation Limited, Asia Insurance Limited and Chartered Life Insurance Company Limited.

As a part of social activities, he is actively involved with the following social organizations: -

- Founder Member, Board of Trustee – Bangladesh Center of Excellence - An Initiative of CCCI
- Founder Member of Independent University of Bangladesh (IUB), Chittagong, Bangladesh
- Donor Member of Gulshan North Club Limited
- Life Member of Bhatia Golf & Country Club
- Life Member of Chittagong Maa-o-Shishu Hospital
- Life Member of Bangladesh National Society for the Blind
- Life Member of Gulshan Society
- Life Member of Chittagong Press Club
- Permanent Member of Gulshan Club Limited
- Permanent Member of Banani Club Limited
- Permanent Member of Dhaka Boat Club Limited
- Member of Bangladesh German Chamber of Commerce and Industry
- Member of Bangladesh Ex-Cadet Association
- Vice President of Bangladesh Small and Captive Power Producers' Association
- Adviser of Gulshan Joggers Society
- General Body Member of FBCCI

Holding the GPH philosophy in mind, Mr. Mohammed Jahangir Alam leads his life and maintains his day to day business activities.

# ADDITIONAL MANAGING DIRECTOR'S PROFILE



**MR. MOHAMMED ALMAS SHIMUL**  
ADDITIONAL MANAGING DIRECTOR

Mr. Mohammed Almas Shimul went to Japan for his career development after completion of his education. After two years successful completion of job in Asahi High Tech, a Japanese IT based company he returned to Bangladesh and joined in family business.

During his business history he held the Chairmanship of Indo Steel Re-Rolling Industries Limited. He also held the position of Additional Managing Director of GPH Ispat Limited and actively participating in its management.

He is the Director of GPH Power Generation Limited, GPH Ship Builders Limited, GPH Engineers & Development Limited, Chittagong Capital Limited, Jahangir & Others Limited, M. I. Cement Factory Limited (Crown Cement), Crown Power Generation Limited, Crown Polymer Bagging Limited, Crown Mariners Limited and Eco Ceramics Industries Limited. Together with his brothers, he has been carrying out the trading of construction materials like Cement, MS Rod, CI Sheet etc. from their different trading houses from Chittagong Centre.

Being a prominent social worker, he is actively involved with the following organizations:

- Region Chairperson Lions District 315-B4, Bangladesh
- President - Chittagong Friends Club
- President - Chittagong Islamia University College Ex-Student Forum
- Founder and Executive Member - Khulshi Club, Chittagong
- Founder Member - Idris Ali Matbar Foundation, Munshigonj
- Life Member - Bhatiary Golf and Country Club, Chittagong
- Executive Member - Kidney Foundation, Chittagong
- Member - Chittagong Club Limited, Chittagong

## DIRECTOR'S PROFILE



**MR. MOHAMMAD ASHRAFUZZAMAN**  
DIRECTOR

After completing graduation Mr. Mohammad Ashrafuzzaman joined family business of trading in construction materials like C. I. Sheet. M. S. Rod, Cement etc. In his twenty-eight years of trading business, he acquired much experience later on and appeared as an industrial entrepreneur.

At present he is holding the directorship of GPH Ispat Limited, GPH Power Generation Limited, GPH Ship Builders Limited, GPH Engineers & Development Limited, Jahangir & Others Limited and National Cement Mills Limited. He is also a sponsor shareholder of M. I. Cement Factory Limited (Crown Cement). Currently, he is shouldering the responsibility as the Managing Director of Eco Ceramics Industries Limited, an auto ceramic bricks manufacturing unit. He is also running a trading firm as its sole proprietor.

Moreover, he is engaged in different social activities by associating himself with some national and international social benevolent organizations.



## DIRECTOR'S PROFILE



**MR. MD. ABDUL AHAD**  
DIRECTOR

Mr. Md. Abdul Ahad has been involved in the business for twenty years in trading of C.I. Sheet, Cement, M.S. Rod, Angle, Flat Bar and all other Steel Products. Currently, he is holding directorship of GPH Ispat Limited, GPH Ship Builders Limited, GPH Engineers & Development Limited, Jahangir & Others Limited, National Cement Mills Limited, Eco Ceramics Industries Limited and Crown Transportation & Logistics Limited.

He is also a sponsor shareholder of GPH Power Generation Limited, M. I. Cement Factory Limited (Crown Cement) and proprietor of a trading house named A. Ahad Corporation.

## DIRECTOR'S PROFILE

**MR. MD. AZIZUL HOQUE**  
DIRECTOR

Mr. Md. Azizul Hoque has been involved in the business for last twenty-eight years in trading of C.I. Sheet, Cement, M.S. Rod, Bitumen, Zink, Ingot etc. Currently, he is holding directorship of GPH Ispat Limited, Jahangir & Others Limited.

Mr. Hoque is a proprietor of trading house named Steel & Cement Corporation and Dynamic Trading Services.

Besides his business activities, he is also a devoted social worker having involvement with the following social organizations.

- Life Member - Chattogram Ma-O-Shishu Hospital, Chattogram
- Life Member - Kidney Foundation, Chattogram
- Life Member - Brehattar Dhaka Samity
- Life Member - Munshigonj Club, Munshigonj
- Member - Lions Club of Chittagong City, Chattogram

# INDEPENDENT DIRECTOR'S PROFILE



## MR. MOHAMMAD ABDUL MALEK INDEPENDENT DIRECTOR

Mr. Mohammad Abdul Malek had his graduation from the Government College of Commerce, Chattogram. He is a successful entrepreneur having involved with press, printing and packaging industry. He is the editor of widely circulated newspaper "The Daily Azadi" from 2003 which was the first newspaper of Bangladesh.

He held the important positions in the following renowned organizations: -

- Former Governor of Lions Club International
- Chairman of CIETC (Chittagong Eye Infirmary & Training Complex)
- Director of IMPERIAL Hospital Limited
- Vice Chairman of Chittagong Metropolitan Chamber of Commerce & Industry
- Former Chairman of Chittagong Club Limited
- Former Director of Chittagong Senior's Club Limited
- Former Chairman Chittagong Chamber of Commerce & Industries
- Former Board Member of Chittagong Development Authority
- Former Chairman of Chittagong Co-operative Housing Society
- Former Board Member of Bangladesh Press Council
- Board Member of BSS (Bangladesh Sangbad Sangtha)
- Former president of Chittagong Press Club
- Life Member of Bhatary Golf & Country Club
- President of Chittagong Collegiate School Old Boys Association
- President of Chittagong Commerce College Old Boys Association

Mr. Mohammad Abdul Malek is also a CIP (Commercial Important Person) in the category of highest Tax Payer among the Journalists. He is a philanthropist and involved with many other social and voluntary organizations.



# INDEPENDENT DIRECTOR'S PROFILE



## MR. MUKHTAR AHMED INDEPENDENT DIRECTOR

Mr. Mukhtar Ahmed is a B. Com (Honors), M. Com from the University of Chittagong. He started his career as a Senior Officer in 1984 with the United Commercial Bank Limited.

Mr. Ahmed has served for 35 years in the banking sector and has gathered extensive knowledge and experiences in the banking sector. He was at National Credit and Commerce Bank Limited for 30 years, served in different capacities and also worked at Pubali Bank Limited, the last position he held was as the Deputy Managing Director.

Mr. Ahmed is a widely travelled person who visited many countries of the world in connection with attending training, workshop, seminar, conference and Banking Business.

Mr. Ahmed also held the important positions in the following social and voluntary organizations:

- President of Teknaf Samity Chattogram
- Vice President of Bankers' Club Chattogram
- General Secretary of Hishab Bijnan Samity, Chittagong University
- Life Member of Chattogram Ma-O-Shishu Hospital
- Life Member of Chattogram Diabetic Association
- Life Member Cox's Bazar Samity
- Life Member of Bangladesh Accounting Association
- Permanent Member of Chattogram Boat Club
- Member of the Chattogram Taxes Bar Association

# MESSAGE FROM THE CHAIRMAN



**Bismillahir Rahmanir Rahim**  
**Dear Shareholders,**

It is my great pleasure to welcome you all at the 15th Annual General Meeting of GPH Ispat Limited and present the Annual Report for the year ended on June 30, 2021.

The steel industry is the backbone of the modern economy. A healthy economy needs a healthy steel industry. But the Bangladeshi steel industry has significant forward and backward linkages in terms of material flow, employment and income generation. Despite the pressures of business operating in a truncated environment, it is good to see that an expected business performance during the year was possible due to the relentless efforts of our management team. This gives us the confidence that come what may, we will remain steadfast in our commitment for our valued shareholders. Our aim is to create a sustainable value for our stakeholders and society and combining a spirit of innovation with extensive experience in steel industry. As an integrated steel producer, we are utilizing the sustainable and world's most advanced technology based on "EAF Quantum Technology" steelmaking process to meet our customers' needs while creating a more variable cost structure and reducing our overall capital intensity. We are also executing on our strategy by investing where we have distinct cost and capability advantages to be a steel solutions provider for our customers. By offering unparalleled product capabilities and process innovation, including the green steels that our customers are increasingly demanding, we can achieve competitive positioning in strategic, high-margin end markets, and deliver high-quality, sustainable, value-added products and innovative solutions.

I feel very happy to inform you that GPH Ispat Limited is not only in Bangladesh's map but also makes its presence globally by starting export of MS Billet to the People's Republic of China. If new players in the steel manufacturing market come in, the steel market will become more competitive and the industry will become an export oriented. The outlook of steel industry is very bright in Bangladesh because of mega infrastructure development like Padma Bridge, Padma Rail Link, Dhaka Metro Rail, Dhaka Elevated Expressway, Karnaphuli Tunnel, Chattogram-Cox's Bazar Railway Link, Hazrat Shahjalal International Airport Terminal-3, Ruppur Nuclear Power Plant, Matarbari Deep Sea Port, Matarbari Coal-fired Power Plant, the consumption of steel shall be at its peak. With the best management practices and every attempt targeted to outdo ourself, GPH Ispat assures to be the front runner in its domain and achieve new dimensions of success.

GPH Ispat has constantly tried to be the best and our investments in product innovation and R&D have yielded fruitful results. Our skilled technicians and stringent quality checks have produced steel to meet all the international quality standards. My sincere thanks to our dedicated team with whose support the company has been able to achieve the continuous and consistent growth pattern. Government of Bangladesh has put thrust on the industry to perform in the export front and I am proud to inform you that our company has contributed in this front by export income.

In 2020-2021, despite of the COVID-19 pandemic challenge GPH Ispat geared up and delivered a significant profit through innovation and execution, which has highly impacted shareholders' returns. It is the immense pleasure that the Board of Directors of the company proposed 30% Dividend (20% Cash and 10 % Stock) for the shareholders of the company for the year ended 30 June, 2021.

Finally, I would like to convey my sincere thanks and gratitude to our valued Shareholders, Customers, Distributors, Suppliers, Government and Semi-Government Authorities, Bankers, Consultants and other stakeholders who have shown their dedication and consistent support and expect to keep on getting the same in future.



**Md. Alamgir Kabir**  
Chairman



বিসমিল্লাহির রাহমানির রাহিম  
প্রিয় শেয়ারহোল্ডারবৃন্দ,

জিপিএইচ ইস্পাত লিমিটেডের ১৫তম বার্ষিক সাধারণ সভায় আপনাদের সবাইকে স্বাগত জানাচ্ছি এবং ৩০ জুন, ২০২১ইং তারিখে সমাপ্ত বছরের বার্ষিক প্রতিবেদন আপনাদের নিকট উপস্থাপন করতে পেরে আমি অত্যন্ত আনন্দিত।

ইস্পাত শিল্প আধুনিক অর্থনীতির মেরুদণ্ড। একটি সমৃদ্ধ অর্থনীতির জন্য প্রয়োজন একটি সমৃদ্ধ ইস্পাত শিল্প। কিন্তু সামগ্রিক ভাবে কাঁচামালের প্রবাহ, কর্মসংস্থান এবং আয় বৃদ্ধির ক্ষেত্রে বাংলাদেশের ইস্পাত শিল্পের উল্লেখযোগ্য অগ্রগতি এবং পশ্চাদপদ সম্পর্ক রয়েছে। প্রতিবন্ধকতা সৃষ্ট পরিবেশে ব্যবসা পরিচালনার চাপ থাকা সত্ত্বেও এটা দেখে ভাল লাগছে যে আমাদের ম্যানেজমেন্ট টিমের নিরলস প্রচেষ্টায় আলোচ্য বছরে একটি প্রত্যাশিত ব্যবসায়িক ফলাফল অর্জন করা সম্ভব হয়েছে। এটা আমাদের আত্মবিশ্বাস দেয় যে যখন যাই হোক না কেন, আমরা আমাদের সম্মানিত শেয়ারহোল্ডারদের প্রতি আমাদের অঙ্গীকারে অবিচল থাকব। আমাদের লক্ষ্য হলো আমাদের স্টেকহোল্ডার এবং সমাজের জন্য একটি টেকসই ভ্যালু তৈরি করা এবং ইস্পাত শিল্পে ব্যাপক অভিজ্ঞতার সাথে উদ্ভাবনের সমন্বয় করা। ইন্টিগ্রেটেড স্টিল উৎপাদনকারী হিসাবে আমরা আমাদের গ্রাহকদের চাহিদা পূরণের জন্য টেকসই এবং বিশ্বের সর্বাধুনিক প্রযুক্তি ভিত্তিক “ইএএফ কোয়ালিটি প্রযুক্তি” স্টিল উৎপাদন প্রক্রিয়া ব্যবহার করছি, যেখানে আরো পরিবর্তনশীল খরচের কাঠামো তৈরি এবং আমাদের সামগ্রিক মূলধনের তীব্রতাহাস করে। গ্রাহকদের স্টিল চাহিদা পূরণের জন্য আমরা নির্দিষ্ট খরচ এবং সামর্থ্যের মধ্যে সমন্বয় রয়েছে এমন বিনিয়োগ করে আমাদের কৌশল বাস্তবায়ন করছি। আমাদের গ্রাহকদের গ্রীণ স্টিলের ক্রমবর্ধমান চাহিদা পূরণে নতুন উৎপাদন প্রক্রিয়া উদ্ভাবনসহ অতুলনীয় পণ্য সেবা প্রদানের মধ্য দিয়ে আমরা কৌশলগত প্রতিযোগিতামূলক অবস্থান অর্জন করতে পারি এবং উচ্চমানের টেকসই পণ্য সংযোজন এবং উদ্ভাবনী সমাধানের মাধ্যমে মার্কেট থেকে উচ্চ মার্জিন আদায় করতে পারি।

অত্যন্ত আনন্দের সাথে আপনাদের জানাচ্ছি যে জিপিএইচ ইস্পাত লিমিটেড শুধু বাংলাদেশের মানচিত্রের মধ্যেই নয় বরং পিপলস্ রিপাবলিক অব চীনে এমএস বিলেট রপ্তানির মাধ্যমে বিশ্বব্যাপী তার উপস্থিতি তৈরি করেছে। যদি নতুন স্টিল উৎপাদনকারীগণ স্টিল মার্কেটে আসে, তবে স্টিল মার্কেট আরো প্রতিযোগিতামূলক হবে এবং রপ্তানিমুখী শিল্প হয়ে উঠবে। পদ্মা সেতু, পদ্মা রেলওয়ে লিংক, ঢাকা মেট্রো রেল, ঢাকা এলিভেটেড এক্সপ্রেসওয়ে, কর্ণফুলী টানেল, চট্টগ্রাম-কক্সবাজার রেলওয়ে লিঙ্ক, হযরত শাহজালাল আন্তর্জাতিক বিমানবন্দর টার্মিনাল-৩, রূপপুর পারমাণবিক বিদ্যুৎ কেন্দ্র, মাতারবাড়ি গভীর সমুদ্র বন্দর, মাতারবাড়ি কয়লাভিত্তিক বিদ্যুৎ কেন্দ্রের মতো মেগা অবকাঠামো উন্নয়ন কাজে স্টিলের ব্যবহার সর্বোচ্চ পর্যায়ে থাকার কারণে বাংলাদেশের ইস্পাত শিল্পের ভবিষ্যত খুবই উজ্জ্বল হবে। সর্বোত্তম ব্যবস্থাপনা অনুশীলন এবং আমাদের নিজেদেরকে ছাড়িয়ে যাওয়ার লক্ষ্যে প্রতিটি প্রচেষ্টার সাথে জিপিএইচ ইস্পাত তার কার্যক্ষেত্রে সামনে থেকে নেতৃত্ব দেওয়া এবং সাফল্যের নতুন মাত্রা অর্জনের আশ্বাস দেয়।

জিপিএইচ ইস্পাত ধারাবাহিকভাবে ভালো করার চেষ্টা করে চলেছে এবং পণ্য উদ্ভাবন এবং গবেষণা ও উন্নয়ন খাতে আমাদের বিনিয়োগ ফলপ্রসূ হয়েছে। আমাদের দক্ষ প্রযুক্তিবিদ এবং কঠোর মান নিয়ন্ত্রণের মাধ্যমে উৎপাদিত পণ্য সকল আন্তর্জাতিক মান পূরণ করেছে। আমি আন্তরিক ধন্যবাদ জানাই আমাদের নিবেদিত কর্মীদেরকে যাদের সহযোগিতায় কোম্পানি ধারাবাহিক এবং ক্রমাগত প্রবৃদ্ধি অর্জন করতে সক্ষম হয়েছে। বাংলাদেশ সরকার রপ্তানি খাতের শিল্পের উপর বিশেষ জোর দিয়েছে এবং অত্যন্ত গর্বের সাথে আপনাদেরকে জানাচ্ছি যে আমাদের কোম্পানি উক্ত খাতে রপ্তানি আয়ের মাধ্যমে গুরুত্বপূর্ণ অবদান রাখছে।

২০২০-২০২১ সালে কোভিড-১৯ মহামারীর চ্যালেঞ্জ সত্ত্বেও, জিপিএইচ ইস্পাত তার উদ্ভাবনী কর্মকাণ্ড এবং বাস্তবায়নের মাধ্যমে উল্লেখযোগ্য মুনাফা অর্জন করতে সক্ষম হয়েছে, যা শেয়ারহোল্ডারদের রিটার্নকে ইতিবাচকভাবে প্রভাবিত করেছে। এটা খুবই আনন্দের বিষয় যে, পরিচালনা পর্ষদ ৩০ জুন, ২০২১ইং তারিখে সমাপ্ত বছরে কোম্পানির শেয়ারহোল্ডারদের জন্য ৩০ শতাংশ লভ্যাংশ (২০ শতাংশ নগদ এবং ১০ শতাংশ স্টক) প্রদানের প্রস্তাব করেছেন।

পরিশেষে, আমি সকল সম্মানিত শেয়ারহোল্ডার, ক্রেতা, বিপণনকারী, সরবরাহকারী, বিভিন্ন সরকারী ও আধা-সরকারী কর্তৃপক্ষ, ব্যাংকার, পরামর্শক এবং অন্যান্য স্টেকহোল্ডার যারা কোম্পানির প্রতি তাদের মূল্যবান সমর্থন ও সহযোগিতা দিয়েছেন তার জন্য আন্তরিক ধন্যবাদ ও কৃতজ্ঞতা জানাচ্ছি এবং ভবিষ্যতেও তা অব্যাহত থাকবে এই আশা ব্যক্ত করছি।

মোঃ আলমগীর কবির  
চেয়ারম্যান

# MESSAGE FROM THE MANAGING DIRECTOR



**Bismillahir Rahmanir Rahim**

**Dear Fellow Shareholders,**

I welcome you all at the 15th Annual General Meeting of GPH Ispat Limited. It is my great honor to be a part of such organization and work with the valuable shareholders, customers, efficient and devoted employees.

Looking back on our journey over the last five years, the economic environments both at home and abroad have been extremely capricious and complicated while steel industry has been challenged by unprecedented difficulties. We, the GPH Ispat people could overcome such challenges with our dedication and unity, managed to breakthrough by virtue of innovation, transformation and sustainability of the strong market competitiveness. Over the last five years, GPH Ispat endeavored strenuously towards greater excellence and delivered on our solemn commitment the ultimate value of a corporate enterprise lies in its contributions to

the social well-being. The ongoing economic and social changes have required the focused attention of all our employees to improve performance and position us for success no matter what kind of markets we encounter. We have made excellent progress, but we have more to do. We will continue to take decisive action to strengthen and grow our company in a sustainable way.

2020-2021 was an eventful year for GPH Ispat Limited. In this year, specially we concentrated to start the commercial production of the new expansion plant. But due to pandemic COVID-19 impact, we faced several challenges. Despite of the challenges, we have started the hot commissioning with the help of local Engineers and Technicians as well as online support of the technology supplier Primetal Technologies Austria GmbH on September 2020. Subsequently, after successful hot commissioning of MS Billet and MS Rod we have declared the commercial production of the new expansion plant starting from 21 June 2021. In October 2020, GPH Ispat has started bulk export of 25,000 metric tons of MS Billet to China and which was the first-time bulk cargo from Bangladesh and the biggest shipment in the history of Bangladesh in terms of value as well as volume of export. Till 30 June 2021, we have exported total 86,378 metric tons of MS Billet consisting of four consignments to the People's Republic of China from the new expansion plant. If policy support from the Government is received like other export sectors, we would be able to continue such export in future and this will become a new avenue in export sector.

In 2020-2021, GPH Ispat has delivered a solid performance both in operational and financial business segment. Despite of high competition in local market and raw materials price volatility in international market, the Net Revenue of GPH has increased by 199.43% then the previous year. The profit after tax is BDT 1,660.89 million while BDT 299.42 million in the previous year. Our main priorities for the coming years are to expand the company's range of steel products both in local and international market by developing customer relations and improving the operational efficiencies.

The last few years we have brought both challenge and change for organizational transformation. As we instantly navigate the short-term challenges, we will not lose sight of our long-term vision to manage to deliver superior sustainable solutions to the world. By using external and peer benchmarks, we identified gaps and developed a more integrated and holistic set of goals and targets to drive sustainability further into our core business processes. We shall also pursue more refreshing our company vision and strengthening its connection to our core mission which will help to remain the focal bonding among the three sustainable pillars; People, Plant and Performance.

GPH Ispat's philosophy is God Fearing, Plain Living and High thinking. Our activities are being driven by holding this philosophy in mind enabling us taking all decisions for the betterment of the company. GPH Ispat has embarked on a new journey with cutting-edge innovation in the history of steel manufacturing, and has proudly introduced Asia's first Quantum Electric Arc Furnace and Winlink Technology. With growth mind set and adoption of latest technology have made the GPH as one of the leading steel manufacturers in Bangladesh. GPH promises a robust future and economic growth with world class steel products. GPH is an ISO 9001:2008 certified company and process the Integrated Management System (IMS) of ISO 9001: 2015, 14001 & 45001:2018 certification as a continuous effort for sustainable development of the company. GPH Ispat is not only pursue financial outcomes but also invest in the sustainability and preservation of natural resources and well-being of our employees as well as communities to make us future-ready. We also take care of society and GPH is committed to the society by making green production facility in its production process.

The contribution to the National Exchequer was very significant since the inception of GPH Ispat Limited. In 2020-21, GPH contributed BDT 3,913.57 million to the national exchequer as Value Added Tax (VAT), Corporate Tax, Source Tax, Supplementary Duty (SD), Custom Duty and various Registration fee.

Finally, I would like to convey my heartfelt thanks and gratitude to the valued Shareholders, Customers, Stakeholders, Government Authority, Bangladesh Bank, Bangladesh Securities and Exchange Commission, Dhaka Stock Exchange Limited, Chittagong Stock Exchange Limited, Central Depository Bangladesh Limited, Government and Semi-Government Banks, Commercial Banks, Financial Institutions, Insurance Company, Press and Media for their persistent support and cooperation during the year and expect to keep on getting the same in future.



**Mohammed Jahangir Alam**  
Managing Director



## বিসমিল্লাহির রাহমানির রাহিম

### প্রিয় শেয়ারহোল্ডারবৃন্দ,

জিপিএইচ ইস্পাত লিমিটেড এর ১৫তম বার্ষিক সাধারণ সভায় আপনাদের সবাইকে স্বাগত জানাচ্ছি। জিপিএইচ ইস্পাত লিমিটেড এর মতো একটি প্রতিষ্ঠানের অংশ হওয়া এবং আপনাদের মত মূল্যবান শেয়ারহোল্ডার, গ্রাহক, দক্ষ এবং নিষ্ঠাবান কর্মীদের সাথে কাজ করা আমার জন্য অত্যন্ত সম্মানের।

গত পাঁচ বছরে আমাদের অগ্রযাত্রার দিকে ফিরে তাকালে দেখা যায়, দেশের এবং দেশের বাহিরের অর্থনৈতিক পরিবেশ ছিল অত্যন্ত অনিয়ন্ত্রিত এবং জটিল, যেখানে ইস্পাত শিল্প অভূতপূর্ব অসুবিধার দ্বারা প্রবল প্রতিযোগিতার সম্মুখীন হয়েছে। আমরা, জিপিএইচ ইস্পাতের কর্মীরা শক্তিশালী বাজারে প্রতিযোগিতার সক্ষমতা উদ্ভাবন, পরিবর্তন এবং স্থায়িত্বের দ্বারা সফলভাবে পরিচালিত হয়ে আমাদের নিষ্ঠা এবং একেবারে মাধ্যমে সকল ধরনের প্রতিবন্ধকতা অতিক্রম করে সফলতা অর্জন করতে সক্ষম হয়েছি। গত পাঁচ বছরে জিপিএইচ ইস্পাত অধিকতর শ্রেষ্ঠত্বের দিকে এগিয়ে যাওয়ার জন্য যথেষ্ট চেষ্টা করেছে এবং একটি কর্পোরেট প্রতিষ্ঠান হিসেবে সামাজিক কল্যাণে অবদান রাখার জন্য তার দৃঢ় অঙ্গীকার অব্যাহত রেখেছে। চলমান অর্থনৈতিক ও সামাজিক পরিবর্তনের মধ্যে আমরা যে ধরনের প্রতিযোগিতামূলক বাজারের মুখোমুখি হই না কেন, আমাদের সকল কর্মীদের কর্মক্ষমতা বৃদ্ধি করতে এবং সাফল্যের মাধ্যমে আমাদের অবস্থান আরো দৃঢ় করতে আমরা সবসময় মনোযোগী হবে। আমাদের চমৎকার অগ্রগতি হয়েছে, কিন্তু আমাদের আরো অনেক কিছু করার আছে। আমাদের কোম্পানিকে আরো শক্তিশালী ও সমৃদ্ধ করার জন্য আমরা টেকসই উপায়ে কার্যকর পদক্ষেপ গ্রহণ অব্যাহত রাখব।

জিপিএইচ ইস্পাত লিমিটেডের জন্য ২০২০-২০২১ ছিল একটি ঘটনাবল্য বছর। এই বছরে, বিশেষ করে আমরা নতুন সম্প্রসারিত প্লান্টের বাণিজ্যিক উৎপাদন শুরু করার বিষয়ে বিশেষ মনোনিবেশ করেছি। কিন্তু কোভিড-১৯ মহামারীর কারণে আমরা বেশ কিছু প্রতিবন্ধকতার মুখোমুখি হয়েছি। উক্ত প্রতিবন্ধকতা সত্ত্বেও, আমরা সেপ্টেম্বর ২০২০-এ স্থানীয় ইঞ্জিনিয়ার, প্রযুক্তিবিদ এবং প্রযুক্তি সরবরাহকারী প্রতিষ্ঠান প্রাইমেটাল টেকনোলজি অস্ট্রিয়া জিএমবিএইচ-এর অনলাইন সহায়তায় নতুন সম্প্রসারিত প্লান্টের হট কমিশনিং এর কাজ শুরু করি। পরবর্তীতে, এমএস বিল্ট এবং এমএস রড-এর সফল হট কমিশনিং এর কাজ সম্পন্ন হওয়ার পর ২১ জুন ২০২১ইং তারিখ থেকে আমরা নতুন সম্প্রসারিত প্লান্টের বাণিজ্যিক উৎপাদন ঘোষণা করেছি। ২০২০ সালের অক্টোবর মাসে জিপিএইচ ইস্পাত ২৫,০০০ মেট্রিক টন এমএস বিল্ট চীনে রপ্তানি করেছে, যা ছিল বাংলাদেশ থেকে প্রথমবারের মতো বাক্স কাগো এবং মূল্যের পাশাপাশি পরিমানের দিক থেকে বাংলাদেশের ইতিহাসে সবচেয়ে বড় রপ্তানি চালান। জুন ৩০, ২০২১ইং তারিখ পর্যন্ত আমরা নতুন সম্প্রসারিত প্লান্টে উৎপাদিত মোট ৮৬,৩৭৮ মেট্রিক টন এমএস বিল্ট চারটি চালানোর মাধ্যমে পিপলস্ রিপাবলিক অব চীনে রপ্তানি করেছি। যদি অন্যান্য রপ্তানি খাতের মতো এই খাতেও সরকারের নিকট থেকে নীতি সহায়তা পাওয়া যায় তাহলে ভবিষ্যতেও এই রপ্তানি অব্যাহত রাখা সম্ভব হবে এবং রপ্তানি খাতে একটি নতুন দ্বার সৃষ্টি হবে।

২০২০-২০২১ সালে জিপিএইচ ইস্পাত অপারেশনাল এবং আর্থিক উভয় ক্ষেত্রেই একটি দৃঢ় ব্যবসায় ফলাফল প্রদর্শন করতে সক্ষম হয়েছে। স্থানীয় বাজারে উচ্চ প্রতিযোগিতা এবং আন্তর্জাতিক বাজারে কৌচামালের দামের অস্থিরতা সত্ত্বেও, জিপিএইচ ইস্পাতের নিট আয় পূর্বের বছরের তুলনায় ১৯৯.৪৩ শতাংশ বৃদ্ধি পেয়েছে। কর পরবর্তী মুনাফা হয়েছে ১,৬৬০.৮৯ মিলিয়ন টাকা যা পূর্বের বছর ছিল ২৯৯.৪২ মিলিয়ন টাকা। আগামী বছরগুলোতে আমাদের প্রধান অগ্রাধিকার হবে অপারেশনাল দক্ষতা আরো উন্নত করা এবং গ্রাহকদের সাথে সম্পর্ক উন্নয়নের মাধ্যমে স্থানীয় এবং আন্তর্জাতিক বাজারে আমাদের ইস্পাত পণ্যের পরিসর সম্প্রসারণ করা।

গত কয়েক বছর ধরে আমরা আমাদের প্রতিষ্ঠানের রূপান্তরের জন্য চ্যালেঞ্জ এবং পরিবর্তন উভয়ই নিয়ে কাজ করছি। তাৎক্ষণিকভাবে আমরা যদি স্বল্পমেয়াদী চ্যালেঞ্জগুলি সঠিকভাবে পরিচালনা করি, তবে বিশ্বের উন্নততর টেকসই সমাধানের জন্য আমরা আমাদের দীর্ঘমেয়াদী লক্ষ্য থেকে বিচ্যুত হবো না। আমাদের মূল ব্যবসায়িক প্রক্রিয়াগুলিকে আরো টেকসইভাবে পরিচালনা করার লক্ষ্যে আমরা বাহ্যিক এবং সমজাতীয় মানদণ্ড ব্যবহার করে সমস্যাসমূহ চিহ্নিত করেছি এবং আমাদের লক্ষ্যগুলির একটি সমন্বিত এবং সামগ্রিক সেট তৈরি করেছি। আমরা আমাদের কোম্পানির দৃষ্টিভঙ্গিকে আরো সতেজ করে তুলব এবং আমাদের মূল মিশনের সাথে এর সংযোগ জোরদার করবো যা পিপলস্, প্ল্যান্ট এবং পারফরম্যান্স এই তিনটি টেকসই স্তরের মধ্যে ফোকাল বন্ধনে থাকতে সাহায্য করবে।

জিপিএইচ ইস্পাতের দর্শন হল সৃষ্টিকর্তার ভীতি, সরল জীবনযাপন এবং উচ্চ চিন্তা। এই দর্শনকে মাথায় রেখে আমাদের কার্যক্রম পরিচালিত হচ্ছে এবং কোম্পানির উন্নতির জন্য সকল সিদ্ধান্ত নিতে আমরা সক্ষম হচ্ছি। জিপিএইচ ইস্পাত বাংলাদেশে ইস্পাত উৎপাদনের ইতিহাসে অত্যাধুনিক উদ্ভাবনের সাথে একটি নতুন যাত্রা শুরু করেছে, এবং গৌরবের সাথে এশিয়ার প্রথম কোয়ালিটি ইলেকট্রিক আর্ক ফার্নেস এবং উইনলিংক প্রযুক্তি চালু করেছে। প্রবৃদ্ধি অর্জনের মানসিকতায় অত্যাধুনিক প্রযুক্তি গ্রহণ জিপিএইচকে বাংলাদেশের শীর্ষস্থানীয় ইস্পাত প্রস্তুতকারকদের মধ্যে স্থান করে দিয়েছে। জিপিএইচ বিশ্বমানের ইস্পাত পণ্যের সাথে একটি শক্তিশালী ভবিষ্যৎ এবং অর্থনৈতিক প্রবৃদ্ধির প্রতিশ্রুতি দেয়। জিপিএইচ একটি ISO 9001:2008 সার্টিফাইড কোম্পানি এবং কোম্পানির টেকসই উন্নয়নের জন্য অবিচ্ছিন্ন প্রচেষ্টা হিসাবে ইন্টিগ্রেটেড ম্যানেজমেন্ট সিস্টেম ISO 9001: 2015, 14001 & 45001:2018 সার্টিফিকেশনের প্রক্রিয়ায় রয়েছে। জিপিএইচ ইস্পাত শুধুমাত্র আর্থিক ফলাফল নিয়ে কাজ করে না বরং আমাদের ভবিষ্যৎ বিনির্মানের জন্য কর্মচারীদের পাশাপাশি সমাজ এবং প্রাকৃতিক সম্পদের টেকসইতা ও সংরক্ষণ এবং কল্যাণেও বিনিয়োগ করে। আমরা আমাদের সমাজেরও খেয়াল রাখি এবং জিপিএইচ তার উৎপাদন প্রক্রিয়ায় সবুজ উৎপাদন সুবিধা তৈরি করতে সমাজের প্রতি প্রতিশ্রুতিবদ্ধ।

জিপিএইচ ইস্পাত লিমিটেড প্রতিষ্ঠার পর থেকে রাষ্ট্রীয় কোষাগারে উল্লেখযোগ্য অবদান রেখে চলেছে। ২০২০-২১ হিসাবকালে জিপিএইচ মূল্য সংযোজন কর (ভ্যাট), প্রাতিষ্ঠানিক কর, উৎস কর, সাল্লিমেন্টারি শুল্ক, কাষ্টম শুল্ক এবং বিবিধ রেজিস্ট্রেশন ফি হিসেবে রাষ্ট্রীয় কোষাগারে ৩,৯১৩.৫৭ মিলিয়ন টাকা জমা করেছে।

পরিশেষে, আমি সকল সম্মানিত শেয়ারহোল্ডার, গ্রাহক, স্টেকহোল্ডার, সরকারী কর্তৃপক্ষ, নিয়ন্ত্রক কর্তৃপক্ষ, বাংলাদেশ ব্যাংক, বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন, ঢাকা স্টক এক্সচেঞ্জ লিমিটেড, চট্টগ্রাম স্টক এক্সচেঞ্জ লিমিটেড, সেন্ট্রাল ডিপোজিটরি বাংলাদেশ লিমিটেড, সরকারী এবং আধা-সরকারী ব্যাংক, বাণিজ্যিক ব্যাংক, আর্থিক প্রতিষ্ঠান, বীমা কোম্পানি, প্রেস এবং মিডিয়া-কে আন্তরিক ধন্যবাদ ও কৃতজ্ঞতা জানাচ্ছি বছরব্যাপি কোম্পানির প্রতি তাদের নিরবচ্ছিন্ন সমর্থন ও সহযোগিতার জন্য এবং ভবিষ্যতে উক্ত সমর্থন ও সহযোগিতা অব্যাহত থাকবে এই আশা রাখছি।

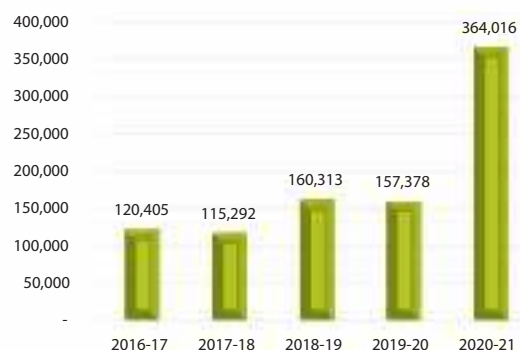
মোহাম্মদ জাহাঙ্গীর আলম  
ব্যবস্থাপনা পরিচালক

# GRAPHICAL VIEW

**PRODUCTION-MS BILLET (MT)**



**PRODUCTION-MS ROD (MT)**



**REVENUE (BDT IN MILLION)**



**GROSS PROFIT (BDT IN MILLION)**



**OPERATING PROFIT (BDT IN MILLION)**

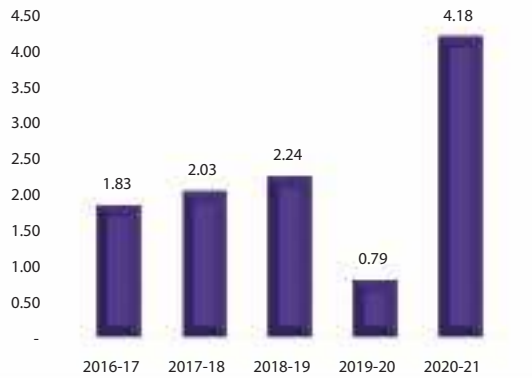


**NET PROFIT (BDT IN MILLION)**



# GRAPHICAL VIEW

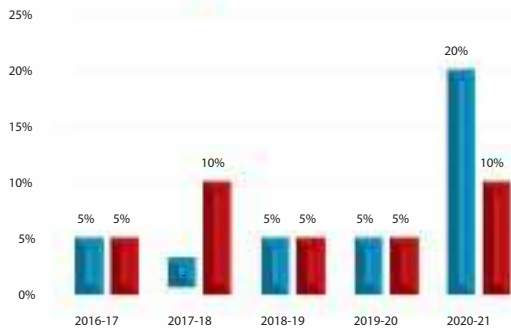
**EARNINGS PER SHARE (TAKA)**



**NET ASSET VALUE (NAV) PER SHARE (TAKA)**



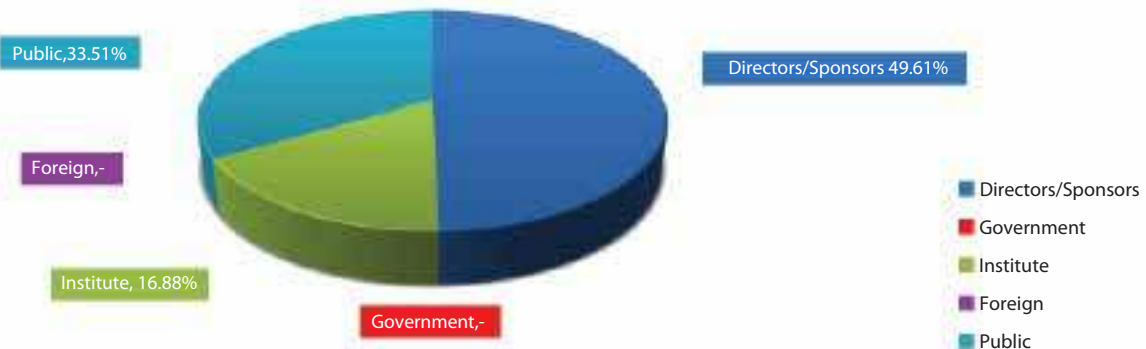
**Cash Dividend**  
**Stock Dividend**



**CONTRIBUTION TO NATIONAL EXCHEQUER (BDT IN MILLION)**



**SHAREHOLDING POSITION AS ON JUNE 30, 2021**





# EVENTS ALBUM



The Board of Directors and the High Officials of GPH Ispat Limited attended in the 14th Annual General Meeting held virtually by using digital platform.

Virtual inauguration ceremony of MS Billet export shipment where Mr. Nurul Majid Mahmud Humayun MP, Hon'ble Minister, Ministry of Industries, Mr. Tipu Munshi, MP, Honorable Minister, Ministry of Commerce, Mr. Munshi Shahabuddin Ahmed, the Chairman of the Bangladesh Tariff Commission, Rear Admiral S M Abul Kalam Azad, (G), NGP, ndc, psc, BN, the Chairman of Chittagong Port Authority, Mr. Mahbul Alam, the President, Chittagong Chamber of Commerce & Industry along with Mr. Md. Alamgir Kabir, Chairman, Mr. Mohammed Jahangir Alam, Managing Director, Mr. Mohammed Almas Shimul, Additional Managing Director and High Officials of GPH Ispat Limited were present.



Partial view of MS Billet which was ready for export to the People's Republic of China.

Mr. Mohammad Mominur Rahman, Deputy Commissioner, Chittagong District visited the GPH Ispat's New Plant where Mr. Mohammed Jahangir Alam, Managing Director and Mr. Mohammed Almas Shimul, Additional Managing Director and high officials of GPH Ispat Limited were present.



# EVENTS ALBUM



Life saver oxygen handed over program during Covid-19 pandemic to Combined Military Hospital (CMH) where Mr. Md. Almas Shimul, Additional Managing Director of GPH Ispat Limited and high officials of GPH Ispat and CMH were present.

On behalf of GPH Ispat Limited Mr. Mohammed Almas Shimul, Additional Managing Director handed over a Microbus key to Mr. Saleh Mohammad Tanvir PPM, Chittagong Metropolitan Police Commissioner for smart policing at CMP while high officials of Chittagong Metropolitan Police and GPH Ispat Limited were present.



Mr. Md. Ataur Rahman Prodhan, CEO & Managing Director and high officials of Sonali Bank Limited visited GPH Ispat's New Plant while Mr. Mohammed Jahangir Alam, Managing Director of GPH Ispat Limited was present.

Ms. Humaira Azam, MD and CEO and High Officials of Trust Bank Limited visited GPH Ispat's New Plant while Mr. Mohammed Jahangir Alam, Managing Director, Mr. Mohammed Almas Shimul, Additional Managing Director, Mr. Kamrul Islam, FCA Executive Director (Finance and Business Development) of GPH Ispat Limited were present.





# EVENTS ALBUM



Major General Abu Sayed MD. Masud, BSP, one of the renowned Engineers and Project Director in several projects of Bangladesh Government visited GPH Ispat's New Plant while Mr. Md. Alamgir Kabir, Chairman, Mr. Mohammed Jahangir Alam, Managing Director, Mr. Mohammed Almas Shimul, Additional Managing Director of GPH Ispat Limited were present.

"GPH Transformation" documents handed over by Zunoks Consulting to Mr. Mohammed Jahangir Alam, Managing Director of GPH Ispat Limited where Mr. Mohammed Almas Shimul, Additional Managing Director of GPH Ispat Limited and Mr. Kuazi M Shahed, Mr. Matial I Nowshad and Mr. Saifuddin M Khaled, Co-Founder of Zunoks Consulting were present.



The Management and the Employees attended Integrated Management Systems (IMS) training arranged by GPH Ispat Limited.

Dowa Mahfil for late Alhaj Md. Abdur Rouf, Director of GPH Ispat Limited.





# EVENTS ALBUM

Partial view of Birthday Celebration, GPH Sports Fest, Prize Giving Ceremony & New Year Celebration.





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# BOARD OF DIRECTORS' **REPORT**

TO THE SHAREHOLDERS  
For the year ended 30 June, 2021

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**Dear Fellow Shareholder(s)**

**Assalamu Alaikum,**

It is my great pleasure to welcome you all at the 15th Annual General Meeting of GPH Ispat Limited and on behalf of the Board of Directors I am presenting the Annual Report of the company which includes Directors' Report along with the Audited Financial Statements and Auditors' Report for the year ended 30 June, 2021 for your kind consideration, adoption and approval.

This Annual Report has been prepared under section 184 of the Companies Act, 1994 and in compliance with the Bangladesh Securities and Exchange Commission's (BSEC) Corporate Governance Code, notification No. BSEC /CMRRCD /2006-158 /207/ Admin/80 dated 03 June 2018.

### **Steel Industry Outlook and Possible Future Developments:**

#### **Economic Scenario:**

Bangladesh has stepped into a new journey as it has qualified to graduate into a developing nation from a Least Developed Country (LDC). The country has met for the second time, all the three eligibility criteria for the graduation involving income per capita, human assets index and economic and environmental vulnerability index. Bangladesh is scheduled to officially become a developing country in 2026 as the UN committee recommended that the country should get five years instead of three, to prepare itself for the transition due to the impact of the COVID-19 on its economy. So, until 2026 the country will continue to enjoy the trade benefits as an LDC. The development comes when Bangladesh gears up for celebrating the golden jubilee of its independence in 2021. According to the World Economic League Table 2020, Bangladesh's economy will make one of the biggest jumps between 2020 and 2034 on the back of demographic dividend and rising per capita income, Bangladesh ranks 40th among 193 countries this year and will rise to 25th within 2034. Amid uncertainty due to pandemic COVID-19, the government has targeted a 7.2 percent growth of GDP in the 2021-22 fiscal year, while the World Bank has projected that Bangladesh's GDP growth will be 5.1 percent in the next 2021-22 fiscal year. Steady economic growth of Bangladesh and achievements in the social arena which has set examples for many countries of the world. Another transformation of the economy has been in the area of trade openness. The economy of Bangladesh has integrated into the global economy through exports, imports, remittances and foreign direct investment. More than 60 percent of the economy is globally integrated. This indicates the strength of the economy which is capable of taking part in global economic activities. As we are celebrating the achievements of the last 50 years of independence, we also have to work towards consolidating what has been achieved during this period, improve upon where there have been limitations and prepare for the new realities in an ever-changing global setting. The country has done so much, but so much is also left to be done. Among those, five issues like inequality, good governance, technological adoption, investment on human capital and tackling the impact of climate change will need special attention in its journey during the next decades. The cost of doing business in our country is very high and global competitiveness is very low. As per the "Ease of Doing Business Index" of the World Bank, Bangladesh has been consistently lagging behind some of the competing countries in the world market. In this regard, improvement in governance and institutional reforms can reduce corruption, and establish accountability and transparency in economic management. The ongoing COVID-19 pandemic has slowed down the pace of the fourth industrial revolution. Developing countries will be more vulnerable to automation than developed countries. So, Bangladesh has to prepare itself as the fourth industrial revolution (4IR) which is already knocking at the door.

#### **Steel Industry in Bangladesh:**

In Bangladesh, the annual requirement of scrap steel is about 8 million tons of which only 25 percent is collected locally while the remaining are imported. Bangladesh's steel industry is especially vulnerable due to uptrend raw materials price in the international market. Due to disruption in the global supply chain caused by COVID-19, the main raw material of the steel industry MS Scrap price increased almost double as the current international market price is above USD 500 per metric ton while it was USD 250 in June 2020. But the price of MS Rod increased on an average 30 to 40 percent during year. The price of MS Scrap could be reduced to a reasonable amount by adjusting tariff, value-added tax and advance income tax. The steel industry had witnessed sharp



growth amid fierce competition during the pre-pandemic period. The heightened competition was a result of investment without market research and the installation of additional production capacity, which crossed total consumption in the local market. This led to unhealthy competition in the domestic market as everybody wanted to sell off their stocks. This was a result of investment without market research and the installation of additional production capacity, which crossed total consumption in the local market. This led to unhealthy competition in the domestic market as everybody wanted to sell off their stocks. Like other sectors, the steel industry did not witness good times in 2020-2021 as it was tough for the manufacturers to achieve their sales target by the end of the year. Moreover, the steel sector is connected to the country's overall economy. The country's economy faced a serious crisis due to the COVID-19 pandemic fallout while a second wave of infections has prevented development works from returning in full swing. So, the steel sector will get better when the country's economy will be better. The MS Rod price could increase further as the price of steel scrap is on the rise. Manufacturers had to adjust the cost, causing the MS Rod price to go up. Moreover, the price of MS Rod is still at a tolerable level in Bangladesh compared to other countries.

### **Steel Industry Growth, Opportunity and Optimism:**

The movement towards a progressive national economy strongly depends on how the construction materials especially steel related industries have evolved and such products are readily available. The key drivers for steel industry growth are increased government expenditures on construction and infrastructure development, growing urbanization, industrialization, increased wage earners' remittance inflows and higher purchasing power of consumers. Currently, the government projects account for nearly 40% of total steel consumption which was only 15 percent a decade ago. A lot of mega projects work are running in the countrywide and it would take another 5-7 years to finish them. Due to the expectation of the undertaking of more mega projects in near future and overall healthy economic growth, there is enough opportunity for steel consumption to grow. Moreover, there are several reasons of growing demand for graded steel products such as self-reliant steel industry having sufficient capacity to feed local demand, self-reliant for intermediate raw-material MS billet production, new investment in recent period is remarkable, lower per capita steel consumption in Bangladesh. Growing demand for steel products ensures promising industry prospect. Moreover, Bangladesh has a big opportunity to earn remittance by exporting steel products like MS Rod and MS Billet.

A milestone for Bangladesh that GPH Ispat has started exporting MS Billet to the world's second largest economy country the People's Republic of China. In October 2020, GPH Ispat exported 25,000 metric tons of MS Billet to the People's Republic of China which was the first-time bulk cargo from Bangladesh and the biggest shipment in the history of Bangladesh in terms of value as well as quantity and continuing the export. In 2020-21, we made four consignment total 86,378 metric tons. We expect the export earnings will increase further in the near future. If the government provides policy support similar to what other export-oriented sectors receive, it will boost the number of outgoing billet shipments. As the steel industry is capital intensive and highly unusual trade in international market, the government should give at least 15% incentive to the steel manufacturers to encourage exporting MS Billets and other steel products which will boost export-oriented production for the development of national economy.

### **GPH Ispat Driving the EAF Quantum Technology in Bangladesh:**

We believe that the best technology can produce the best quality products. As the vision of GPH Ispat is "To provide the foundation for building the infrastructure of Bangladesh towards High-Income-Country (HIC) with the true GPH philosophy" and the mission is "The trusted brand of Bangladesh leading the steel sector with innovative products leveraging cutting edge technology", we introduced the world's most advanced technology based on "EAF Quantum Technology" in our production process. This type of technology is being used for the first time in Bangladesh as well as in the Asian region. EAF Quantum Technology will not only ensure world class products but also substantially reduce the consumption of power, gas and water against existing steel production practices in Bangladesh. Moreover, using this technology carbon emission will be less than the World Bank's prescribed limit and the Bangladesh Standards' recommended limit.

### Product Wise Performance:

GPH Ispat Limited is an integrated steel manufacturing company engaged in manufacturing of MS Billet and MS Rod. The Product wise performance of the year compared with corresponding period is tabulated below:

Particulars	MS Billet		MS Rod	
	2020-2021	2019-2020	2020-2021	2019-2020
Installed Capacity (MT)	1,050,000	210,000	790,000	150,000
Production Quantity (MT)	538,239	156,709	364,016	157,378
Capacity Utilization (%)	51.26	74.62	46.08	104.92

- During the year 2020-21, GPH Ispat expanded its production capacity of MS Billet and MS Rod by 840,000 MT and 640,000 MT respectively. At the early stage of installation of new machineries, the utilization capacity was low and it is gradually increasing.

### Risks and Concerns:

Every equity investment is associated with risks. Among those risks some can be averted, others are beyond control. On the other hand, risk assessment and mitigation plans are the integral part of any business. Our operating context is characterized by an environment in which the steel industry is subject to high level risks in availability of power, gas and raw materials. GPH Ispat aims to address all kind of risks including internal and external which threat to business sustainability and negative impact on environment by developing appropriate risk mitigation measures. Moreover, the Board of Directors and Management of the Company are regularly monitoring, assessing and identifying the possible risks and threats on profitability and sustainable growth of the business. In spite of that, Investors should take the risk factors into consideration before making any investment decision. A detailed articulation of some of the major risk factors that impact our business and our adjoining strategy and response are described in the **Annexure-D, page number 77** and the Financial Statements **Notes No. 42, page number 141**.

### Cost of Goods Sold, Gross Profit Margin and Net Profit Margin:

Cost of Goods Sold (COGS) refers to the direct costs of producing the goods sold by a company. This cost includes the cost of direct materials, direct labor and production overheads used to create the goods. During the year 2020-21 Cost of Goods Sold was Tk. 23,965.15 million while Tk. 7,852.82 million in 2019-20.

Gross Profit Margin is a metric analyze used to assess a company's financial health by calculating the amount of money left over from product sales after subtracting the Cost of Goods Sold (COGS). During the year under review, it has seen that the Gross Profit Margin of GPH Ispat was 14.92% while it was 16.52% in the previous year. Gross Profit Margin decreased due to increase in Cost of Goods Sold compared to increase in selling price.

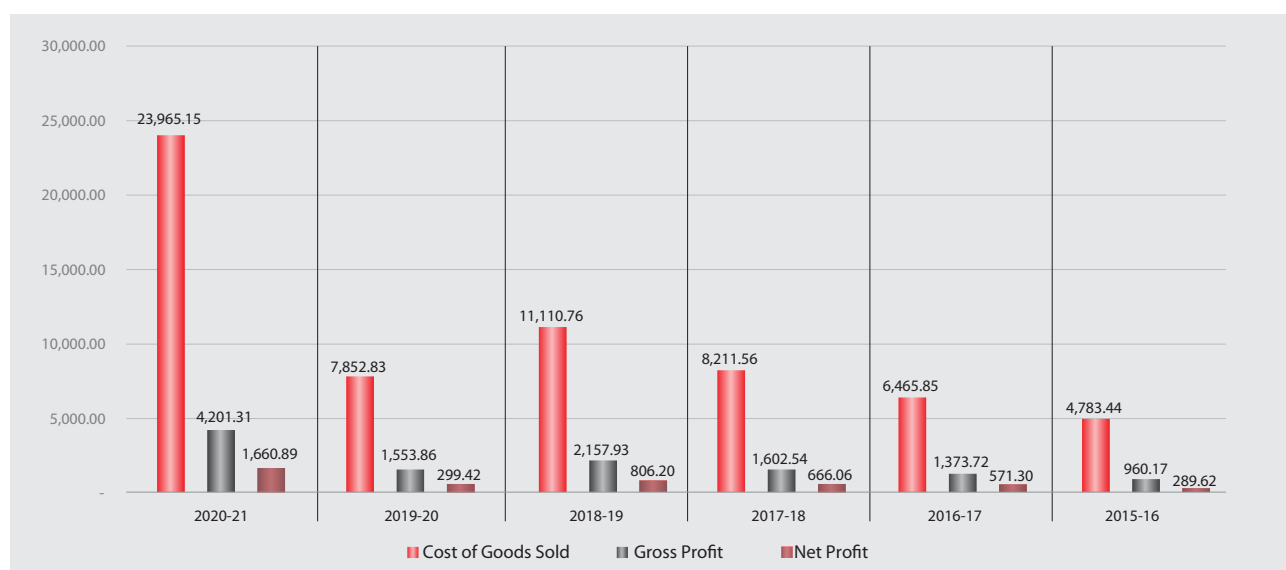
Net Profit Margin is the ratio of net profits to revenues from the business segment. Net Income is also called the bottom line of a company. The net profit margin for the year 2020-21 was 5.90% while it was 3.18% in the previous year.

Net Revenue for the financial year 2020-21 amounting Tk. 28,166.46 million while it was Tk. 9,406.69 million in the previous year and Net Revenue has increased by 199.43%. Profits after tax for the financial year 2020-21 amounting Tk. 1,660.89 million while it was Tk. 299.41 million in the previous year and Profit after tax has increased by 454.71%. Revenue has been increased significantly as caused the company marketed its new products of the new expansion plant. As a result, the market share of the company has been increased significantly. Moreover, the company the exported the MS Billet of its new expansion plant which is the new market opportunity for the company. The combined effects are registered a positive impact on the profitability during the period 2020-21.

Last six years Cost of Goods Sold, Gross Profit and Net Profit of the Company are tabulated below:

Amount in Million

Particulars	2020-2021	2019-2020	2018-2019	2017-2018	2016-2017	2015-2016
	Taka	Taka	Taka	Taka	Taka	Taka
Cost of Goods Sold	23,965.15	7,852.83	11,110.76	8,211.56	6,465.85	4,783.44
Gross Profit	4,201.31	1,553.86	2,157.93	1,602.54	1,373.72	960.17
Net Profit	1,660.89	299.42	806.20	666.06	571.30	289.62



- The above chart shows upward trend of profit from year to year.

### Extra-Ordinary Activities and their Implications (Loss or Gain):

Extraordinary items are gains or losses in a company's financial statements that are infrequent and unusual. Moreover, an item is deemed extraordinary if it is not part of a company's day-to-day operations and it has a material impact on the company. The year under review, GPH Ispat has not been engaged in any kind of extra-ordinary activities and as a result there was no extra-ordinary gain or loss.

### Related Party Transaction:

GPH Ispat Limited carried out a number of transactions with its related parties during the year and all transactions have been made in the normal course of business on an arms' length basis. The details of related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions have been shown in the Audited Financial Statements **Note No. 35, page number 139.**

### Utilization of Proceeds raised through Public Issues and Rights Issues:

There is no unutilized Public Issues Proceeds and Rights Issues Proceeds in Company's account as the proceeds were utilized fully during the year 2011-2012 and 2019-2020 respectively.

### The Financial Results Deteriorate after the Company goes for Initial Public Offer (IPO) and Rights Share Offer:

No Financial results deteriorated or adverse situation has yet been arisen after the Company went for Initial Public Offer (IPO) and Rights Share Issue. Moreover, the Company was able to maintain a consistent growth and remarkable performance by earning consistent profitability since its inception.



**Significant Variance between Quarterly Financial Performances and Annual Financial Statements:**

In First Quarter (July-2020 to September-2020), the Earnings Per Share of the company was Tk. 0.73, in Second Quarter (October-2020 to December-2020), the Earnings Per Share was Tk. 1.06, in Third Quarter (January-2021 to March-2021), the Earnings Per Share was Tk. 1.14 and the Annual Earning Per Share was Tk. 4.18. It has seen that the company has been shown a consistent financial performance during the year and there was no significant variation between quarterly financial performances and annual financial statements.

**Remuneration paid to the Directors including Independent Directors:**

Directors were remunerated as per the Nomination and Remuneration Policy of the company and the approval of the Board of Directors meeting. Directors including Independent Directors were received only the Board Meeting attendance fee which is also approved by Board of Directors meeting. A statement of the Directors' Remuneration have shown in the Audited Financial Statements **Note No. 37, page number 140.**

**Preparation of Financial Statements:**

The Board is responsible to present a true and fair view of the Company's financial performance and position as a part of good governance. In compliance with the Bangladesh Securities and Exchange Commission's Corporate Governance Code, notification No. BSEC/CMRRCD/2006-158/207/Admin/80 dated June 03, 2018 the Board of Directors confirm to the best of their knowledge as follows:

- The Financial Statements prepared by the management of the Company presented fairly its state of affairs, the result of its operations, cash flows and change in equity.
- Proper books of account of the company have been maintained.
- Appropriate accounting policies have been consistently applied in preparation of the Financial Statements and that the accounting estimates are based on reasonable and prudent judgment.
- International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the Financial Statements and any departure therefrom has been adequately disclosed.

**System of Internal Control:**

Transparency and accountability can bring the business benefits like recognition and reputation, and also improve relationships among the companies, customers and stakeholders. To ensure transparency and accountability, GPH Ispat Limited has designed its internal control system with the policies and procedures which provide reasonable assurance that the assets are safeguarded, transactions are authorized and properly recorded. The management and employees of the company are responsible to follow the internal control system. The Board of Directors has also taken proper and adequate care by installing a system of internal control and maintenance of accounting records. Moreover, a separate Internal Audit Department which is regularly conducting audit works as per the established policies and procedures of the company are consistently followed.

As per the Corporate Governance Code, two sub-committees are in the Board of Directors; one is Audit Committee and another is Nomination and Remuneration Committee. Both Committees play an important role in overseeing the company's internal control processes. During the year under review, the Audit Committee of the Company met quarterly to review the quarterly Financial Statements as well as Annual Financial Statements. They discussed all significant audit observations and ascertain their views on the Financial Statements, including the Financial Reporting System, compliance to accounting policies and procedures, the adequacy and effectiveness of the internal controls systems followed by the Company. The Audit Committee's observations and suggestions were acted upon by the Company's Management. The Nomination and Remuneration Committee of the company met once a year to formulate the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of Directors and top level executive as well as a policy for formal process of considering remuneration of directors and top level executives.

**Protection of Minority Shareholders:**

The Board of Directors of the Company is always concerned about the minority Shareholders' interest. The Board ensures that the minority Shareholders' interest have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and has effective means of redress.

### Ability to Continue as a Going Concern:

The company has adequate resources to continue its operation for foreseeable future. For this reason, the directors continue to adopt going concern principle in preparing the financial statements. The current revenue generations and resources of the company provide sufficient fund to meet the present requirements of its existing business and operations. So, there is no doubt upon the company's ability to continue as a going concern.

### Significant Deviations from the last year's Operating Results:

The operating result arising from the profit and loss account, shows what the company has earned from its core business activities. GPH Ispat was able to maintain a consistent growth and remarkable performances in operational perspective since its inception. During the year under review, we faced significant operational challenges due to the second wave of COVID-19 pandemic. But we could overcome that kind of challenges and we started the commercial production of the new expansion plant successfully. GPH Ispat reported Net Sales Revenues of Tk. 28,166.46 million for FY 2020-21 with 199.43% growth and Profit after taxes was Tk. 1,660.89 million. Earnings per share (EPS) for the year stood at Tk. 4.18. The said result was only possible due to the dedication and commitment of the management and the employees of the company.

### Key Operating and Financial Data of Last Six Years:

GPH Ispat Limited has made a significant progress over last few years in respect of Production, Sales and Profit earnings. Last six year's operational and financial data of the Company is tabulated below:

#### Operational Data:

Particulars	2020-2021	2019-2020	2018-2019	2017-2018	2016-2017	2015-2016
	Taka	Taka	Taka	Taka	Taka	Taka
Net Revenue (Million)	28,166.46	9,406.69	13,268.68	9,814.10	7,839.57	5,743.61
Cost of Goods Sold (Million)	23,965.15	7,852.83	11,110.76	8,211.56	6,465.85	4,783.44
Gross Profit (Million)	4,201.31	1,553.86	2,157.93	1,602.54	1,373.72	960.17
Operating Profit (Million)	3,218.38	1,121.43	1,735.00	1,276.27	1,094.77	753.74
Profit before Tax (Million)	2,122.27	398.58	1,075.12	863.66	761.82	388.13
Profit after Tax (Million)	1,660.89	299.42	806.20	666.06	571.30	289.62
<b>Earnings per Share (EPS)</b>	<b>4.18</b>	<b>0.79</b>	<b>2.24</b>	<b>2.03</b>	<b>1.83</b>	<b>2.06</b>
<b>Net Operating Cash Flow per Share</b>	<b>(4.05)</b>	<b>(8.10)</b>	<b>1.44</b>	<b>0.49</b>	<b>3.83</b>	<b>1.00</b>

#### Financial Data:

Particulars	As on June 30, 2021	As on June 30, 2020	As on June 30, 2019	As on June 30, 2018	As on June 30, 2017	As on June 30, 2016
	Taka	Taka	Taka	Taka	Taka	Taka
Non-Current Assets (Million)	33,821.01	27,043.69	23,010.70	13,976.55	4,746.15	2,107.53
Current Assets (Million)	19,838.25	12,945.80	8,482.32	8,717.68	8,120.05	8,186.72
<b>Total Assets (Million)</b>	<b>53,659.26</b>	<b>39,989.49</b>	<b>31,493.02</b>	<b>22,694.23</b>	<b>12,866.20</b>	<b>10,294.25</b>
Equity (Million)	11,856.92	6,433.36	6,335.36	5,525.35	5,035.60	4,819.08
Non-Current Liabilities (Million)	22,431.12	20,648.88	16,952.44	8,619.71	1,948.61	457.04
Current Liabilities (Million)	19,371.22	12,907.25	8,205.22	8,549.17	5,881.99	5,018.13
<b>Total Equity and Liabilities (Million)</b>	<b>53,659.26</b>	<b>39,989.49</b>	<b>31,493.02</b>	<b>22,694.23</b>	<b>12,866.20</b>	<b>10,294.25</b>
<b>Net Asset Value (NAV)</b>	<b>29.86</b>	<b>17.01</b>	<b>17.59</b>	<b>16.87</b>	<b>16.15</b>	<b>15.45</b>

**Dividend:**

During the year 2020-21, GPH Ispat Limited earned Profit after Tax Tk. 1,660.89 million and Earnings Per Share stands Tk. 4.18. The Board of Directors proposed 30% Dividend (20% Cash and 10% Stock) for its all Ordinary Shareholders out of Profit earned for the year ended June 30, 2021 and Retained Earnings. Accordingly, capital to be accumulated by an amount of Tk. 397.10 million absorbing Stock Dividend amount. This amount of capital to be utilized for the company's manufacturing facility expansion that will be created long term value for the shareholders and sustainable growth of the company.

The Board of Directors also confirmed that no bonus share or stock dividend has been or shall be declared as interim dividend.

**Number of Board Meetings held and Attendance by Directors:**

During 2020-21, the Board of Directors of the company has called upon total nine board meetings to consider and discuss the various agenda related to company's operation and others. The total numbers of Board Meeting and attendance of the Directors have been shown in the Annual Audited Financial Statements **Note No. 38, page number 140.**

**Shareholding Information:**

The shareholding information of the company as on June 30, 2021 has been set out in the **Annexure-E, page number 80.**

**Directors' Appointment, Retirement & Re-appointment:**

Directors' appointment, retirement and re-appointment are governed by the Articles of Association of the Company and the Companies Act 1994. Accordingly, in the forthcoming Annual General Meeting the following Directors of the Board will retire and they will also be eligible for re-appointment:

1. Mr. Md. Abdul Ahad
2. Mr. Md. Azizul Hoque

A brief resume of the said Directors are set out in **page number 28 & 29.**

It is mentioned here that Mr. Md. Abdur Rouf, Sponsor Director of GPH Ispat Limited died on 11 May 2021. Due to death of Mr. Md. Abdur Rouf, the Board has been reconstituted by 6 (six) Sponsor Directors and 2 Independent Directors in place of previous 7 (seven) Sponsor Directors and 2 Independent Directors.

**Re-Appointment of Managing Director:**

As the Managing Director of GPH Ispat Limited, five years tenure of Mr. Mohammed Jahangir Alam has completed on May 16, 2021. According to the section 110(3) of the Companies Act 1994, the Board of Directors of the company has recommended to re-appoint Mr. Mohammed Jahangir Alam as the Managing Director of GPH Ispat Limited for another term of 05 (five) years in its Board Meeting held on 22 May 2021. The said re-appointment of Mr. Mohammed Jahangir Alam as Managing Director of the company will be placed for shareholders' approval in the forthcoming Annual General Meeting of the Company.

**Management's Discussion and Analysis:**

A detailed analysis presenting the Company's position and operations along with a brief discussion of changes in the Financial Statements and others for the year ended June 30, 2021 is attached in **Annexure-F, page number 81.**

**Declaration by the Managing Director and the Chief Financial Officer:**

A declaration by the Managing Director and the Chief Financial Officer to the Board regarding the financial statements for the year ended on June 30, 2021 is attached in **Annexure-A, page number 66.**

Report as well as certificate regarding Compliance of the Corporate Governance Code:

In order to ensure the good governance, financial transparency, accountability and to protect the stakeholder's interest, the Bangladesh Securities and Exchange Commission has issued a mandatory Code on Corporate Governance vide its notification BSEC/CMRRCD/2006-158/207/Admin/80 dated 03 June 2018. By abiding the conditions of the said Corporate Governance Code, GPH Ispat Limited ensures all related compliances. The Compliance status of your company along with Auditors' Certificate for the year end June 30, 2021 is attached in **Annexure-B, Page number 67 & Annexure-C, Page number 68.**



### Summary of Unpaid or Unclaimed Dividend:

A summary of unpaid or unclaimed dividend as on 30 June, 2021 is attached in **Annexure-G, page number 83.**

### Marketing & Branding:

Marketing strategy is shaped both by business strategy and brand strategy. Whereas branding is strategic, marketing is more tactical. Marketing is actively promoting and selling a product or service. It's about putting the right product in the right place, at the right price, at the right time. Our Mission, vision and values are closely related to our brand positioning. Considering as a highly competitive steel market in Bangladesh, the Board of Directors is always proactive concern about marketing and branding strategy of the company. Moreover, effective marketing policy and implementation are the vital factor for securing expected growth of market share. Such a visionary thought induces GPH Ispat's management to introduce world's latest and most advance Quantum Electric Arc Furnace technology in Bangladesh. Along with the best quality products GPH follow the efficient practices of Marketing and Branding activities like television commercial, reality show like Ananna Protibha, talk show with various television channels, press advertisement, street beautification, billboard, neon sign, high-wall painting, shop painting, shop-signboard, shop merchandizing, new year calendars, brochures & flyers etc. over the year. Moreover, we use to organize conferences like engineers meet, mason meet, halkhata program in order to engage the key influencers with our brand.

Furthermore, to boost our brand visibility in the digital sphere, we have extended our involvement in social media platforms like Facebook, Twitter, Instagram, LinkedIn, YouTube and Google display network along with many others.

### Transformation of GPH Ispat:

Change is inevitable; the things which are latest today will become obsolete tomorrow. In the era of Industrial 4.0, the change comes more rapidly in terms of technology, people management, way of doing business, decision making process etc. Now the management has been thinking to make GPH as one of the best in terms of Employer of Choice, Corporate Culture, Talent Management, performance driven culture in our country. With a view to bringing these changes, GPH Ispat management has taken a remarkable step to "Transform" GPH Ispat towards the new beginning. Zunoks Consulting, one of the biggest consulting firms in the country, is the trusted partner of GPH Ispat which basically works behind the "Transformation" journey. The whole transformation journey is divided into five basic pillars namely Organization, Talent and Leadership, Performance, Reward and Culture. Under these five basic pillars there are seven projects like Revamp Organization Structure, Restructuring Policies, Redesign PMS, Reward Driven Culture, Managing Talents, Embedding Environment & Health and Safety Practices, Organization Values & Culture at the center.

Before initiating the projects work Zunoks Consulting firm had gone through in details of the policies, practices, AS-IS Organizational Structure. They had conducted several surveys among the stakeholders to understand the current status and problem statements of the organization. As part of collecting primary data they talked hundreds of employees of the organization. All the projects have been taken to position GPH Ispat as an employee focused, performance driven, sustainable, future-led organization. We have also taken initiatives for skill development of our officers, staffs and workers by arranging internal, local and foreign training facilities throughout the year.

### Green Environment:

GPH Ispat aims to do its part in making the planet greener and more livable for generations to come by optimizing energy consumption and increasing the use of renewable energy. Moreover, GPH Ispat's priority is to take responsibility for the excess CO2 emissions generated by its own operations. GPH Ispat is also committed to the continuous deployment of enhanced sustainable solutions for an energy-efficient and environment-friendly industry. In this connection, we set out an Effluent Treatment Plant (ETP) system to make pollution free environment. We installed an Air Separation Plant (ASP) based on latest technology and international standard for our expansion project. We also applies rain water harvesting system to use water in the process. No underground water is used in production process and the Water Treatment Plant (WTP) has been designed with zero discharge system that ensures 100% recycling of used water. GPH is enriched world latest and efficient de-dusting system which is complied with World Bank standard. As a result, the natural environment would not be affected. Moreover, in order to drastically reduce the overall CO2 emissions from the production of steel, the development of breakthrough technologies is crucial. At present, a large number of

promising projects are ongoing in different parts of the world. We have installed the State-of-the-Art technology for our expansion project. By using this technology, carbon emission will be less than the World Bank's prescribed limit and the Bangladesh Standard's recommended limit. Minimization of pollution and increase use of renewable energy are the key concern for sustainability of the future world.

### Health, Safety and Security:

GPH Ispat places utmost priority on promoting health, safety and security culture. To establish a safe and healthy work environment, GPH Ispat always focusing on continuous improvement of health, safety and security. Keeping "People First" in mind, routine risk assessments are conducted at plant site to identify workplace hazards and enforce control mechanisms as per local legislation, international guidelines and best practices. Heightened precautionary measures have been taken to prevent the Covid-19 spread amongst the employees by reducing exposure and transmission of the virus. In order to control the COVID-19, GPH Ispat introduced proactive initiatives like health, safety and security advisory, Covid-control guidelines including use of PPE, face mask and appropriate Covid-control measures have been implemented in GPH Ispat establishments for the safekeeping of employees. To ensure the production and supply chain continuity, an emergency COVID monitoring cell and service provider team were formed and there has been extensive alignment and co-operation with the management.

### Response to Nation During COVID-19 Pandemic:

During the first and second wave of COVID-19 pandemic, GPH Ispat responded rapidly and closely collaborated with relevant authorities and partners by providing different types of assistance. GPH Ispat is one of the largest oxygen producers in Bangladesh to meet the requirement of its newly established steel plant. GPH Ispat supplied the additional surplus quantity of oxygen at free of cost to the country's remote Upazila Hospitals, Ma-O-Shishu Hospital, Field Hospitals, Combined Military Hospital (CMH) and the Government and Private Hospitals in Chattogram to the purpose of corona patient's treatment during the great depression of COVID-19 pandemic. So far, during the first and second wave of COVID-19 pandemic GPH Ispat has supplied 76,768 nos small and large oxygen cylinders across the country and refilling the empty cylinders again. To ensure the uninterrupted supply of life saver oxygen for corona affected patients, GPH endeavored to extend its care for the community beyond its core services by undertaking a series of initiatives that were deployed through active collaboration and coordination with government institutions and other related partners. The COVID-19 situation has presented both the world and Bangladesh with critical new challenges. It became more important now than ever that government, businesses and development agencies work together. GPH Ispat collaborated with authorities and other partners supporting the nation and citizens during these tough times through the co-creation of some key initiatives and it would also be continued in near future.

### Credit Rating:

Alpha Credit Rating Limited has assigned our Credit Rating for the year 2020-2021 which as follows:

Long Term Rating	Short Term Rating
AA	ST-2

"AA" indicates the company has Very Strong Credit Quality to meet financial commitments.

"ST-2" indicates the company has above average ability to meet short term financial commitments.

### Contribution to National Exchequer:

Since the inception of GPH Ispat Limited, a collective contribution to the National Exchequer was very significant. In 2020-21, GPH contributed BDT 3,913.57 million to the national exchequer as Value Added Tax (VAT), Corporate Tax, Source Tax, Supplementary Duty (SD), Custom Duty and various Registration fee while it was BDT 1,714.99 million in the previous year. GPH Ispat Limited also paid BDT 3,850.78 million as Utility Bill. GPH Ispat aims to support the Government's proposals that enable the establishment of a sustainable level of tax contribution to the national exchequer, while ensuring sustainable growth for the industry and also promoting a level playing field among market players.

GPH Ispat has also generated direct and indirect employment for a large number of people over the years. Despite of COVID-19 pandemic, we have recruited 281 new employees during the period. As at 30 June 2021, the company had 1,991 permanent full-time employees in addition to the many people who are directly and indirectly dependent on GPH for their livelihood working as the distributors, retailers, suppliers, vendors, contractors and other business partners.

### **Appointment of Auditors:**

The Board of Directors hereby notify that M/S Hussain Farhad & Co., Chartered Accountants was appointed as the statutory auditors of the Company for the financial year ended 30 June, 2021 in the last Annual General Meeting. The Auditors have carried out the audit for the year ended 30 June, 2021 and submitted their report thereof. According to the Bangladesh Securities & Exchange Commission's notification: BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018, "the company shall not appoint any firm of chartered accountants as its statutory auditors for a consecutive period exceeding three years". M/S Hussain Farhad & Co., Chartered Accountants has already completed audit of three consecutive years of GPH Ispat Limited and hence they are not eligible for re-appointment. The Board of Directors recommended to appoint M/S Hoda Vasi Choudhury & Co., Chartered Accountants as the statutory auditors of the company for the financial year end 30 June, 2022. This appointment of statutory auditors will be approved by the shareholders in the forthcoming Annual General Meeting.

### **Acknowledgements:**

Finally, on behalf of Board of Directors, I would like to express my thanks, gratitude and sincere appreciation to all the valued shareholders for their wholehearted support to the Company and we expect to continue in the coming years.

On behalf of the Board



**Md. Alamgir Kabir**  
Chairman



প্রিয় শেয়ারহোল্ডারবৃন্দ,

আসসালামু আলাইকুম,

জিপিএইচ ইস্পাত লিমিটেডের ১৫তম বার্ষিক সাধারণ সভায় আনন্দের সাথে আপনাদের সবাইকে স্বাগত জানাচ্ছি এবং পরিচালনা পর্ষদের পক্ষে আমি ৩০ জুন, ২০২১ইং তারিখে সমাপ্ত বছরের কোম্পানির নিরীক্ষিত আর্থিক বিবরণী, নিরীক্ষকের প্রতিবেদন এবং পরিচালনা পর্ষদের প্রতিবেদন আপনাদের সদয় বিবেচনা, গ্রহণ ও অনুমোদন এর জন্য উপস্থাপন করছি।

উক্ত বার্ষিক প্রতিবেদন কোম্পানি আইন ১৯৯৪ এর ধারা ১৮৪ এবং বাংলাদেশ সিকিউরিটিজ এন্ড এক্সচেঞ্জ কমিশন এর ০৩ জুন, ২০১৮ইং তারিখের নোটিফিকেশনঃ এসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০ এর আলোকে প্রস্তুত করা হয়েছে।

### ইস্পাত শিল্পের সার্বিক অবস্থা ও সম্ভাব্য ভবিষ্যত উন্নয়ন:

#### অর্থনৈতিক পরিস্থিতি:

স্বল্পোন্নত দেশ (এলডিসি) থেকে উন্নয়নশীল দেশে উন্নীত হওয়ার যোগ্যতা অর্জন করায় বাংলাদেশ একটি নতুন যাত্রায় পা রেখেছে। মাথাপিছু আয়, মানব সম্পদ সূচক এবং অর্থনৈতিক ও পরিবেশগত দুর্বলতা সূচকে অগ্রগতির জন্য এই তিনটি যোগ্যতার মাপকাঠি দেশটি দ্বিতীয়বার পূরণ করেছে। ২০২৬ সালে বাংলাদেশ আনুষ্ঠানিকভাবে একটি উন্নয়নশীল দেশে পরিণত হওয়ার কথা, কারণ জাতিসংঘের কমিটি সুপারিশ করেছে যে দেশটির অর্থনীতির উপর কোভিড-১৯ এর প্রভাবের কারণে নিজেকে উত্তরণের জন্য প্রস্তুত করতে তিন বছরের পরিবর্তে পাঁচ বছর সময় দেওয়া উচিত। তাই ২০২৬ সাল পর্যন্ত বাংলাদেশ এলডিসি হিসেবে বাণিজ্য সুবিধা ভোগ করবে। ২০২১ সালে বাংলাদেশ যখন তার স্বাধীনতার সুবর্ণ জয়ন্তী উদযাপনের জন্য প্রস্তুত হয় তখনই এই উন্নয়ন ঘটে। ওয়ার্ল্ড ইকোনমিক লিগ টেবিল ২০২০ অনুযায়ী, জনসংখ্যাতাত্ত্বিক লভ্যাংশ এবং মাথাপিছু আয় বৃদ্ধির কারণে বাংলাদেশের অর্থনীতি ২০২০ থেকে ২০৩৪ সালের মধ্যে সবচেয়ে বেশি অগ্রগতি হবে এবং এই বছর ১৯০টি দেশের মধ্যে বাংলাদেশের অবস্থান হবে ৪০তম এবং ২০৩৪ সালের মধ্যে তা ২৫তম স্থানে উঠে আসবে। কোভিড-১৯ মহামারীর কারণে অনিশ্চয়তার মধ্যে সরকার ২০২১-২২ অর্থবছরে জিডিপি প্রবৃদ্ধি ৭.২০ শতাংশ লক্ষ্যমাত্রা নির্ধারণ করেছে, যদিও বিশ্বব্যাংক আগামী ২০২১-২২ অর্থবছরে বাংলাদেশের জিডিপি প্রবৃদ্ধি ৫.১০ শতাংশ হবে বলে পূর্বাভাস দিয়েছে। বাংলাদেশের স্থিতিশীল অর্থনৈতিক প্রবৃদ্ধি এবং সামাজিক ক্ষেত্রে সাফল্য যা বিশ্বের অনেক দেশের জন্য উদাহরণ হয়ে আছে। অর্থনীতির আরেকটি রূপান্তর হয়েছে বাণিজ্য উন্মুক্ততার ক্ষেত্রে। বাংলাদেশের অর্থনীতি আমদানি, রপ্তানি, রেমিটেন্স এবং সরাসরি বিদেশি বিনিয়োগের মাধ্যমে বিশ্ব অর্থনীতির সাথে সমন্বিত রয়েছে। অর্থনীতির ৬০ শতাংশেরও বেশি বিশ্বব্যাপী সমন্বিত। ইহা এমন অর্থনীতির শক্তি নির্দেশ করে যা বৈশ্বিক অর্থনৈতিক কর্মকাণ্ডে অংশ নিতে সক্ষম। যেহেতু আমরা স্বাধীনতার ৫০ বছরের অর্জনগুলি উদযাপন করছি, তাই এই সময়ের মধ্যে আমাদের যা অর্জন হয়েছে তা আরো টেকসই করার জন্য কাজ করতে হবে, যেখানে সীমাবদ্ধতা রয়েছে সেখানে উন্নতি করতে হবে এবং পরিবর্তনশীল বৈশ্বিক পরিবেশে নতুন বাস্তবতার জন্য প্রস্তুত হতে হবে। আমাদের দেশে অনেক কিছু হয়েছে, কিন্তু আরো অনেক কিছু করার বাকি আছে। পরবর্তী দশকের অগ্রযাত্রায় অসমতা, সুশাসন, প্রযুক্তির প্রয়োগ, মানব সম্পদের জন্য বিনিয়োগ এবং জলবায়ু পরিবর্তনের প্রভাব মোকাবেলার মতো পাঁচটি বিষয়ে বিশেষ মনোযোগ দেওয়ার প্রয়োজন হবে। আমাদের দেশে ব্যবসা করার খরচ অনেক বেশি এবং বৈশ্বিক প্রতিযোগিতা খুবই কম। বিশ্বব্যাংকের “ইজি অফ ডুয়িং বিজনেস ইনডেক্স” অনুসারে, বিশ্ববাজারে প্রতিযোগী দেশগুলোর মধ্যে বাংলাদেশ ধারাবাহিকভাবে পিছিয়ে রয়েছে। এই ক্ষেত্রে সুশাসন প্রতিষ্ঠা, প্রাতিষ্ঠানিক সংস্কার এবং দুর্নীতি-হ্রাস করতে হবে এবং অর্থনৈতিক ব্যবস্থাপনায় জবাবদিহিতা ও স্বচ্ছতা প্রতিষ্ঠা করতে হবে। চলমান কোভিড-১৯ মহামারী চতুর্থ শিল্পবিপ্লবের গতিকে কমিয়ে দিয়েছে। এক্ষেত্রে উন্নয়নশীল দেশগুলো উন্নত দেশের তুলনায় অটোমেশনের জন্য বেশি ঝুঁকিপূর্ণ হবে। সুতরাং, বাংলাদেশ নিজেকে প্রস্তুত করতে হবে কারণ চতুর্থ শিল্প বিপ্লব অতি সন্নিকটে রয়েছে।

#### বাংলাদেশের ইস্পাত শিল্প:

বাংলাদেশে স্ক্রাপ স্টিলের বার্ষিক চাহিদা প্রায় ৮ মিলিয়ন টন, যার মধ্যে মাত্র ২৫ শতাংশ স্থানীয়ভাবে সংগ্রহ করা হয় এবং বাকিগুলি আমদানি করা হয়। আন্তর্জাতিক বাজারে কাঁচামালের মূল্য বৃদ্ধির কারণে বাংলাদেশের ইস্পাত শিল্প বিশেষভাবে ঝুঁকিপূর্ণ। কোভিড-১৯ মহামারী দ্বারা সৃষ্ট বৈশ্বিক সরবরাহ চেইনে ব্যাঘাত ঘটানোর কারণে ইস্পাত শিল্পের প্রধান কাঁচামাল এমএস স্ক্রাপের দাম প্রায় দ্বিগুণ বৃদ্ধি পেয়েছে, যার বর্তমান আন্তর্জাতিক বাজার মূল্য টন প্রতি ৫০০ মার্কিন ডলারের উপরে, যদিও ২০২০ সালের জুন মাসে ইহা ছিল ২৫০ মার্কিন ডলার। কিন্তু এমএস রডের দাম বছরে গড়ে ৩০ থেকে ৪০ শতাংশ বৃদ্ধি পেয়েছে। শুষ্ক, মূল্য সংযোজন কর এবং অগ্রিম আয়কর সমন্বয় করে এমএস স্ক্রাপের মূল্য যুক্তিসঙ্গত পরিমাণে

কমানো যেতে পারে। মহামারী পূর্ব সময়ে তীব্র প্রতিযোগিতার মধ্যে ইস্পাত শিল্পের দ্রুত প্রবৃদ্ধি দেখা গেছে। বাজার গবেষণা ছাড়াই বিনিয়োগ এবং অতিরিক্ত উৎপাদন ক্ষমতা স্থাপনের ফলে বাজারে প্রতিযোগিতা বৃদ্ধি পেয়েছিল, যা স্থানীয় বাজারে মোট ব্যবহার অতিক্রম করেছে। যেহেতু প্রত্যেকেই তাদের স্টক বিক্রি করতে চেয়েছে, যার কারণে অভ্যন্তরীণ বাজার অসম প্রতিযোগিতার দিকে পরিচালিত হয়েছিল। অন্যান্য খাতের মতো ইস্পাত শিল্পও ২০২০-২১ সালে ভালো সময় দেখা যায়নি, ফলে উৎপাদনকারীদের জন্য বছরের শেষ নাগাদ তাদের বিক্রয় লক্ষ্য মাত্রা অর্জন করা কঠিন ছিল। তাছাড়া, ইস্পাত খাত দেশের সামগ্রিক অর্থনীতির সাথে যুক্ত। কোভিড-১৯ মহামারী ছড়িয়ে পড়ার কারণে দেশের অর্থনীতি মারাত্মক সংকটের মুখোমুখি হয়েছিল এবং সংক্রমণের দ্বিতীয় ঢেউ উন্নয়ন কাজকে পুরোদমে ফিরতে বাধাগ্রস্ত করেছে। সুতরাং, ইস্পাত খাত উন্নত হবে তখনই যখন দেশের অর্থনীতি ভাল হবে। স্টিল স্ক্র্যাপের দাম বেড়ে যাওয়ায় এমএস রডের দাম আরও বাড়তে পারে। উৎপাদনকারীদের খরচ সামঞ্জস্য করতে হয়েছিল, যার ফলে এমএস রডের দাম বেড়ে গিয়েছে। অধিকন্তু, অন্যান্য দেশের তুলনায় বাংলাদেশে এমএস রডের মূল্য সহনীয় পর্যায়ে রয়েছে।

### ইস্পাত শিল্পের প্রবৃদ্ধি, সুযোগ এবং আশাবাদ:

একটি প্রগতিশীল জাতীয় অর্থনীতির দিকে অগ্রসর হওয়া নির্ভর করে কিভাবে নির্মাণ উপকরণ বিশেষ করে ইস্পাত সম্পর্কিত শিল্পগুলি বিকশিত হচ্ছে এবং এই জাতীয় পণ্যগুলি কিভাবে সহজেই পাওয়া যায়। ইস্পাত শিল্পের প্রবৃদ্ধির মূল চালিকাশক্তি হল নির্মাণ ও অবকাঠামো উন্নয়নে সরকারের ব্যয় বৃদ্ধি, ক্রমবর্ধমান নগরায়ন, শিল্পায়ন, প্রবাসীদের উপার্জিত রেমিট্যান্স প্রবাহ বৃদ্ধি এবং ভোক্তাদের ক্রয়ক্ষমতা বৃদ্ধি। বর্তমানে সরকারী প্রকল্পগুলোতে মোট ইস্পাত ব্যবহারের প্রায় ৪০ শতাংশ ব্যবহার হচ্ছে, যা এক দশক আগেও ছিল মাত্র ১৫ শতাংশ। দেশব্যাপী প্রচুর মেগা প্রকল্পের কাজ চলমান রয়েছে এবং সেগুলো শেষ হতে আরো পাঁচ থেকে সাত বছর সময় লাগতে পারে। অদূর ভবিষ্যতে আরো মেগা প্রকল্প গ্রহণের প্রত্যাশা করা যায় এবং সামগ্রিকভাবে সমৃদ্ধ অর্থনৈতিক প্রবৃদ্ধির কারণে ইস্পাত পণ্যের ব্যবহার বৃদ্ধির যথেষ্ট সুযোগ রয়েছে। এছাড়াও, গ্রেডযুক্ত ইস্পাত পণ্যের চাহিদা বৃদ্ধির বেশ কয়েকটি কারণ রয়েছে, যার মধ্যে উল্লেখযোগ্য হলো স্থানীয় চাহিদা পূরণের জন্য ইস্পাত শিল্পের স্বনির্ভরতা, মধ্যবর্তী কাঁচামাল এমএস বিল্টেট উৎপাদনের জন্য স্বনির্ভরতা, সাম্প্রতিক সময়ে এই খাতে উল্লেখযোগ্য নতুন বিনিয়োগ এবং বাংলাদেশে মাথাপিছু ইস্পাতের কম ব্যবহার। ইস্পাত পণ্যের ক্রমবর্ধমান চাহিদা এই শিল্পের ভবিষ্যৎ সম্ভাবনার নিশ্চয়তা দেয়। তাছাড়া, এমএস রড এবং এমএস বিল্টেটের মতো ইস্পাত পণ্য রপ্তানি করে বাংলাদেশের রেমিট্যান্স আয় বাড়ানোর বড় সুযোগ রয়েছে।

বাংলাদেশের জন্য ইহা একটি মাইলফলক যে বিশ্বের দ্বিতীয় বৃহত্তম অর্থনীতির দেশ পিপলস্ রিপাবলিক অব চীনে এমএস বিল্টেট রপ্তানি করেছে। ২০২০ সালের অক্টোবর মাসে জিপিএইচ ইস্পাত ২৫,০০০ মেট্রিক টন এমএস বিল্টেট পিপলস্ রিপাবলিক অব চীনে রপ্তানি করেছে, যা ছিল বাংলাদেশ থেকে প্রথমবারের মতো বার্ক কার্গো এবং মূল্যের পাশাপাশি পরিমানের দিক থেকে বাংলাদেশের ইতিহাসে সবচেয়ে বড় রপ্তানি চালান। ২০২০-২০২১ অর্থবছরে, জিপিএইচ ইস্পাত মোট ৮৬,৩৭৮ মেট্রিক টন এমএস বিল্টেট চারটি চালানোর মাধ্যমে পিপলস্ রিপাবলিক অব চীনে রপ্তানি করেছে এবং রপ্তানি অব্যাহত আছে। আমরা আশা করি নিকট ভবিষ্যতে রপ্তানি আয় আরো বৃদ্ধি পাবে। সরকার যদি অন্যান্য রপ্তানিমুখী খাতগুলোর মত এই খাতেও নীতি সহায়তা প্রদান করে, তাহলে বিল্টেট রপ্তানির চালানের সংখ্যা বৃদ্ধি পাবে। যেহেতু ইস্পাত শিল্প অধিক পুঁজির এবং আন্তর্জাতিক বাজারে অস্বাভাবিক বাণিজ্য নির্ভর, তাই এমএস বিল্টেট এবং অন্যান্য ইস্পাত পণ্য রপ্তানিকে উৎসাহিত করার জন্য সরকার ইস্পাত পণ্য উৎপাদনকারীদের কমপক্ষে ১৫ শতাংশ প্রগোদনা দেওয়া উচিত, যা জাতীয় অর্থনীতির উন্নয়নের জন্য রপ্তানিমুখী উৎপাদনকে বাড়িয়ে তুলবে।

### বাংলাদেশের ইস্পাত শিল্পের ভবিষ্যতের প্রত্যাশা:

আমরা বিশ্বাস করি সেরা প্রযুক্তি সেরা মানের পণ্য উৎপাদন করতে পারে। যেহেতু জিপিএইচ ইস্পাতের ভিশন হল “জিপিএইচ এর প্রকৃত দর্শনের সাথে উচ্চ আয়ের দেশের দিকে এগিয়ে যাওয়ার জন্য বাংলাদেশের অবকাঠামো নির্মাণের ভিত্তি প্রদান করা” এবং মিশন হল “অত্যাধুনিক প্রযুক্তি ব্যবহার করে উদ্ভাবনী পণ্য উৎপাদনের মাধ্যমে ইস্পাত খাতে নেতৃত্ব দেওয়ার জন্য বাংলাদেশের বিশ্বস্ত ব্র্যান্ড”, আমরা আমাদের উৎপাদন প্রক্রিয়ায় বিশ্বের সর্বাধুনিক প্রযুক্তি ভিত্তিক “ইএএফ কোয়ালিটি প্রযুক্তি” চালু করেছি। এই ধরনের প্রযুক্তি প্রথমবারের মতো বাংলাদেশে এবং পাশাপাশি এশিয়া অঞ্চলে ব্যবহৃত হচ্ছে। ইএএফ কোয়ালিটি প্রযুক্তি শুধুমাত্র বিশ্বমানের পণ্য উৎপাদনই নিশ্চিত করবে না, একই সাথে বাংলাদেশের বিদ্যমান ইস্পাত উৎপাদনের পদ্ধতির বিপরীতে বিদ্যুৎ, গ্যাস এবং পানির ব্যবহারকে উল্লেখযোগ্য পরিমাণে হ্রাস করবে। এছাড়াও, এই প্রযুক্তি ব্যবহার করে কার্বন নির্গমন বিশ্বব্যাপকের নির্ধারিত সীমা এবং বাংলাদেশ স্ট্যান্ডার্ড প্রস্তাবিত সীমা থেকে কম হবে।

### পণ্য অনুযায়ী ফলাফল:

জিপিএইচ ইস্পাত লিমিটেড একটি ইন্টিগ্রেটেড ইস্পাত উৎপাদনকারী প্রতিষ্ঠান যা এম.এস. বিলেট এবং এম.এস. রড উৎপাদন কাজে নিয়োজিত রয়েছে। নিম্নে আলোচ্য বছরের সাথে পূর্ববর্তী বছরের পণ্য ভিত্তিক উৎপাদনের তুলনামূলক ফলাফল ছক আকারে দেখানো হল:

বিবরণ	এম.এস. বিলেট		এম.এস. রড	
	২০২০-২০২১	২০১৯-২০২০	২০২০-২০২১	২০১৯-২০২০
উৎপাদন ক্ষমতা (মে. টন)	১,০৫০,০০০	২১০,০০০	৭৯০,০০০	১৫০,০০০
উৎপাদনের পরিমাণ (মে. টন)	৫৩৮,২৩৯	১৫৬,৭০৯	৩৬৪,০১৬	১৫৭,৩৭৮
উৎপাদন ক্ষমতার ব্যবহার (%)	৫১.২৬	৭৪.৬২	৪৬.০৮	১০৪.৯২

- ২০২০-২১ সালে, জিপিএইচ ইস্পাত এমএস বিলেট এবং এমএস রডের উৎপাদন ক্ষমতা যথাক্রমে ৮৪০,০০০ মে. টন এবং ৬৪০,০০০ মে. টন বৃদ্ধি করেছে। নতুন মেশিনারিজ স্থাপনের প্রাথমিক পর্যায়ে উৎপাদন ক্ষমতার ব্যবহার কম ছিল, এখন ধীরে ধীরে তা বৃদ্ধি পাচ্ছে।

### ঝুঁকি ও ব্যবস্থাপনা:

প্রত্যেক ইকুইটি বিনিয়োগ ঝুঁকির সাথে সম্পর্কিত। এর মধ্যে কিছু ঝুঁকি এড়ানো যায় এবং কিছু ঝুঁকি নিয়ন্ত্রণ যোগ্য নয়। অন্যদিকে, ঝুঁকি মূল্যায়ন এবং তা প্রশমন করা যে কোন ব্যবসায়ের অবিচ্ছেদ্য একটি অংশ। আমাদের উৎপাদন কার্যক্রম এমন একটি পরিবেশ দ্বারা নিয়ন্ত্রিত যেখানে ইস্পাত শিল্প বিদ্যুৎ, গ্যাস এবং কাঁচামালের যথাযথ প্রাপ্যতা উচ্চস্তরের ঝুঁকির সাথে জড়িত। জিপিএইচ ইস্পাত সঠিক ঝুঁকি প্রশমন ব্যবস্থা গ্রহণের মাধ্যমে সকল অভ্যন্তরীণ ও বাহ্যিক ঝুঁকি, ব্যবসায়ের স্থায়ীত্বের উপর হুমকি এবং পরিবেশের উপর নেতিবাচক প্রভাব মোকাবেলা করার লক্ষ্যে কাজ করে। এছাড়াও, কোম্পানির পরিচালনা পর্ষদ ও ব্যবস্থাপনা কর্তৃপক্ষ কোম্পানির মুনাফা ও টেকসই প্রবৃদ্ধি অর্জনের ক্ষেত্রে সম্ভাব্য ঝুঁকি ও হুমকি সমূহ নিয়মিত পর্যবেক্ষণ, মূল্যায়ন ও চিহ্নিত করে থাকেন। তা সত্ত্বেও, যে কোন বিনিয়োগের সিদ্ধান্ত নেয়ার পূর্বে বিনিয়োগকারীদের সম্ভাব্য ঝুঁকির বিষয়গুলো বিবেচনা করা উচিত। আমাদের ব্যবসায়কে প্রভাবিত করে এমন কিছু সম্ভাব্য প্রধান ঝুঁকি এবং উক্ত ঝুঁকিগুলো প্রশমনে আমাদের কৌশল সংযুক্তি-D, পৃষ্ঠা নং ৭৭ এবং অর্থিক বিবরণীর নোট নং ৪২, পৃষ্ঠা নং ১৪১-এ বিশদভাবে বর্ণনা করা হয়েছে।

### বিক্রিত পণ্যের ব্যয়, মোট মুনাফা এবং নীট মুনাফা:

বিক্রিত পণ্য ব্যয় বলতে কোন কোম্পানির পণ্য উৎপাদনের সাথে জড়িত সরাসরি খরচকে বুঝায়। উক্ত খরচের মধ্যে পণ্য উৎপাদনের জন্য কাঁচামালের খরচ, সরাসরি মজুরী খরচ এবং সরাসরি উপরী খরচ সমূহ অন্তর্ভুক্ত থাকে। ২০২০-২১ আলোচ্য বছরে, বিক্রিত পণ্য ব্যয় হলো ২৩,৯৬৫.১৫ মিলিয়ন টাকা যা ২০১৯-২০ সালে ছিল ৭,৮৫২.৮২ মিলিয়ন টাকা।

মোট মুনাফা মার্জিন হল এমন একটি পদ্ধতি যা কোন কোম্পানির আর্থিক অবস্থা মূল্যায়নের জন্য কোম্পানির মোট বিক্রয়ের পরিমাণ থেকে বিক্রিত পণ্যের ব্যয় বাদ দেয়ার পরে যে পরিমাণ অর্থ অবশিষ্ট থাকে তা প্রকাশ করতে ব্যবহৃত হয়। আলোচ্য বছরে জিপিএইচ ইস্পাত এর মোট মুনাফা মার্জিনের হলো ১৪.৯২ শতাংশ যাহা পূর্ববর্তী বছরে ছিল ১৬.৫২ শতাংশ। বিক্রয়মূল্য বৃদ্ধির তুলনায় বিক্রিত পণ্যের খরচ বৃদ্ধির কারণে মোট মুনাফা মার্জিন হ্রাস পেয়েছে।

নীট মুনাফা মার্জিন হলো ব্যবসায়িক বিভাগের আয় থেকে নীট মুনাফার অনুপাত। নীট আয়কে কোম্পানির বটম লাইনও বলা হয়। ২০২০-২১ হিসাব বছরে নীট মুনাফা মার্জিন হলো ৫.৯০ শতাংশ যা পূর্ববর্তী বছরে ছিল ৩.১৮ শতাংশ।

২০২০-২১ অর্থবছরের নিট বিক্রয়ের পরিমাণ ছিল ২৮,১৬৬.৪৬ মিলিয়ন টাকা যাহা পূর্ববর্তী বছরে ছিল ৯,৪০৬.৬৯ মিলিয়ন টাকা এবং বিক্রয়ের পরিমাণ বৃদ্ধি পেয়েছে ১৯৯.৪৩ শতাংশ। ২০২০-২১ অর্থবছরের কর পরবর্তী মুনাফা হয়েছে ১,৬৬০.৮৯ মিলিয়ন টাকা যাহা পূর্ববর্তী বছরে ছিল ২৯৯.৪১ মিলিয়ন টাকা এবং কর পরবর্তী মুনাফা বৃদ্ধি পেয়েছে ৪৫৪.৭১ শতাংশ। কোম্পানির সম্প্রসারণ প্ল্যান্টের নতুন পণ্য বাজারজাত করার কারণে বিক্রয় উল্লেখযোগ্য পরিমাণে বৃদ্ধি পেয়েছে। ফলস্বরূপ, কোম্পানির মার্কেট শেয়ার উল্লেখযোগ্যভাবে বৃদ্ধি পেয়েছে। এছাড়া, কোম্পানি তার নতুন সম্প্রসারণ প্ল্যান্টে উৎপাদিত এমএস বিলেট রপ্তানি করেছে, যা কোম্পানির জন্য নতুন বাজারের সুযোগ সৃষ্টি হয়েছে। সম্মিলিত প্রভাবক গুলোর কারণে ২০২০-২১ সময়কালে কোম্পানির মুনাফায় ইতিবাচক প্রভাব পরিলক্ষিত হয়েছে।

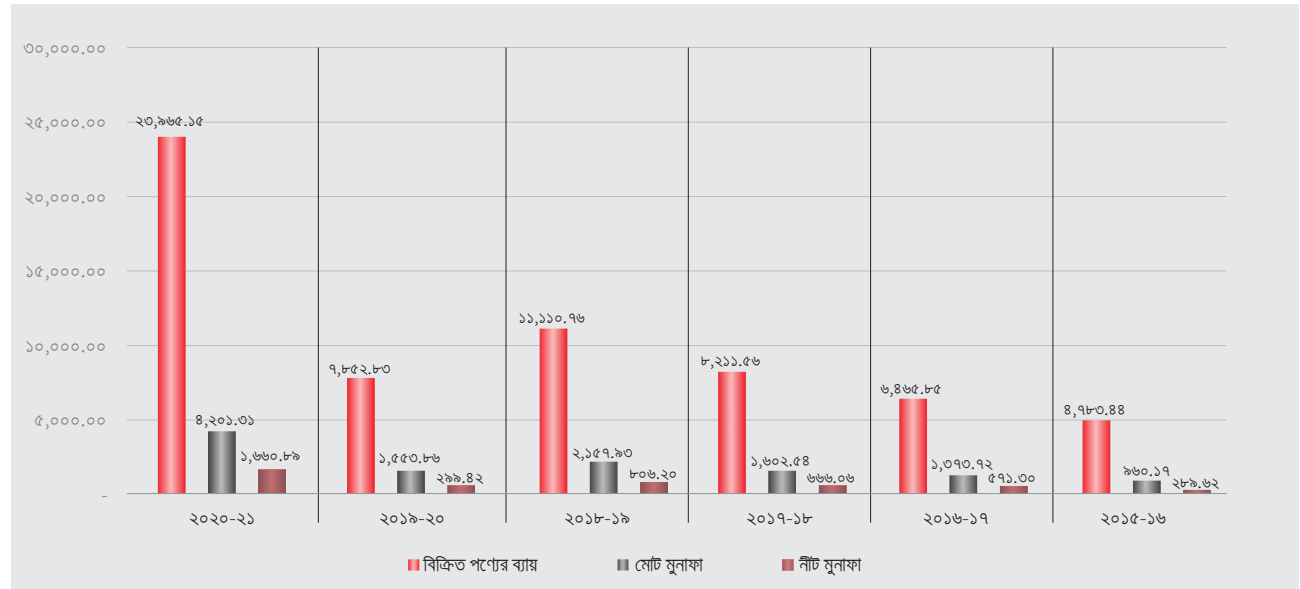


## শেয়ারহোল্ডারগণের নিকট পরিচালনা পর্ষদের প্রতিবেদন

কোম্পানীর গত ছয় বছরের বিক্রিত পণ্যের ব্যয়, মোট মুনাফা এবং নীট মুনাফার পরিমাণ নিম্নে চক আকারে দেখানো হল :

টাকার পরিমাণ মিলিয়ন

বিবরণ	২০২০-২০২১	২০১৯-২০২০	২০১৮-২০১৯	২০১৭-২০১৮	২০১৬-২০১৭	২০১৫-২০১৬
	টাকা	টাকা	টাকা	টাকা	টাকা	টাকা
বিক্রিত পণ্যের ব্যয় (মিলিয়ন)	২৩,৯৬৫.১৫	৭,৮৫২.৮০	১১,১১০.৭৬	৮,২১১.৫৬	৬,৮৬৫.৮৫	৪,৭৮০.৪৪
মোট মুনাফা (মিলিয়ন)	৪,২০১.০১	১,৫৫০.৮৬	২,১৫৭.৯০	১,৬০২.৫৪	১,০৭০.৭২	৯৬০.১৭
নীট মুনাফা (মিলিয়ন)	১,৬৬০.৮৯	২৯৯.৪২	৮০৬.২০	৬৬৬.০৬	৫৭১.০০	২৮৯.৬২



- উক্ত ছক বছর প্রতি মুনাফার উর্ধ্বমুখী প্রবণতা নির্দেশ করে।

### বিশেষ কার্যক্রম এবং এর প্রভাব (ক্ষতি/লাভ):

বিশেষ কার্যক্রম হলো কোনো কোম্পানির আর্থিক বিবরণীতে লাভ বা ক্ষতি, যা খুব কম এবং অস্বাভাবিক। এছাড়া, কোন কার্যক্রমকে বিশেষ কার্যক্রম হিসেবে মনে করা হয় যদি তা একটি কোম্পানির দৈনন্দিন কার্যক্রমের অংশ না হয় কিন্তু ইহা কোম্পানির উপর একটি বৈষয়িক প্রভাব ফেলে। আলোচ্য বছরে, জিপিএইচ ইম্পাত কোন ধরনের বিশেষ কার্যক্রমের সাথে জড়িত ছিল না এবং এর ফলে কোন বিশেষ লাভ বা ক্ষতি হয়নি।

### সংশ্লিষ্ট পক্ষের সাথে লেনদেন:

আলোচ্য বছরে, জিপিএইচ ইম্পাত লিমিটেড তার সংশ্লিষ্ট পক্ষের সাথে বেশ কিছু লেনদেন সম্পাদন করেছে যা স্বাভাবিক ব্যবসায়িক উদ্দেশ্যে করা হয়েছে। সংশ্লিষ্ট পক্ষের সাথে লেনদেনের পরিমাণ, সংশ্লিষ্ট পক্ষের প্রকৃতি, লেনদেনের প্রকৃতি এবং লেনদেনের ভিত্তি সহ বিস্তারিত বিবরণ নিরীক্ষিত আর্থিক প্রতিবেদনে (নোট নং-৩৫, পৃষ্ঠা নং ১৩৯) সংযুক্ত করা হয়েছে।

### পাবলিক ইস্যু এবং রাইট শেয়ার ইস্যু হতে প্রাপ্ত অর্থের ব্যবহার:

পাবলিক ইস্যু এবং রাইট শেয়ার ইস্যু হতে প্রাপ্ত অর্থ যথাক্রমে ২০১১-২০১২ এবং ২০১৯-২০২০ হিসাববর্ষে সম্পূর্ণ ব্যবহারের ফলে কোম্পানির নিকট এ উৎস হতে প্রাপ্ত আর কোন অর্থ অব্যবহৃত নেই।

### প্রাথমিক গণপ্রস্তাব (আইপিও) এবং রাইট শেয়ার ইস্যু পরবর্তী কোম্পানির আর্থিক ফলাফল:

প্রাথমিক গণপ্রস্তাব (আইপিও) এবং রাইট শেয়ার ইস্যু পরবর্তী সময়ে থেকে এখন পর্যন্ত কোম্পানির আর্থিক ফলাফলে কোন ধরনের অবনতি বা প্রতিকূল অবস্থার সৃষ্টি হয়নি। অধিকন্তু, কোম্পানি শুরু থেকে ধারাবাহিক মুনাফা অর্জনের মাধ্যমে উল্লেখযোগ্য ফলাফল বজায় রাখতে এবং ক্রমাগতভাবে ব্যবসায়ের প্রবৃদ্ধি বজায় রাখতে সক্ষম হয়েছে।

### ত্রৈমাসিক ও বার্ষিক আর্থিক প্রতিবেদন এর মধ্যে উল্লেখযোগ্য পার্থক্য:

কোম্পানির প্রথম প্রান্তিকে (জুলাই-২০২০ হতে সেপ্টেম্বর-২০২০) শেয়ার প্রতি আয় ছিল ০.৭৩ টাকা, দ্বিতীয় প্রান্তিকে (অক্টোবর-২০২০ হতে ডিসেম্বর-২০২০) শেয়ার প্রতি আয় ছিল ১.০৬ টাকা এবং তৃতীয় প্রান্তিকে (জানুয়ারি-২০২১ হতে মার্চ-২০২১) শেয়ার প্রতি আয় ছিল ১.১৪ টাকা। বার্ষিক আর্থিক প্রতিবেদনে শেয়ার প্রতি আয় হয়েছে ৪.১৮ টাকা। দেখা যাচ্ছে যে, আলোচ্য বছরে কোম্পানি একটি সামঞ্জস্যপূর্ণ আর্থিক ফলাফল দেখিয়েছে এবং ত্রৈমাসিক আর্থিক ফলাফল এবং বার্ষিক আর্থিক বিবরণীর মধ্যে উল্লেখযোগ্য কোন পার্থক্য ছিল না।

### পরিচালক এবং স্বতন্ত্র পরিচালকবৃন্দের সম্মানী:

পরিচালকবৃন্দের সম্মানী কোম্পানির নমিনেশন ও রেমনারেশন নীতিমালার আলোকে এবং পরিচালনা পর্ষদের সভায় অনুমোদন সাপেক্ষে প্রদান করা হয়। পরিচালক এবং স্বতন্ত্র পরিচালকগণ শুধুমাত্র বোর্ড সভায় উপস্থিতি ফি গ্রহণ করে থাকেন যা পরিচালনা পর্ষদ সভায় অনুমোদিত। পরিচালকবৃন্দের সম্মানীর বিস্তারিত বিবরণ নিরীক্ষিত আর্থিক প্রতিবেদনে (নেট নং-৩৭, পৃষ্ঠা নং ১৪০) সংযুক্ত করা হয়েছে।

### আর্থিক বিবরণী প্রস্তুতকরণ:

সুশাসনের অংশ হিসাবে কোম্পানির আর্থিক ফলাফল এবং অবস্থা সম্পর্কে সত্য ও ন্যায্য বিষয় উপস্থাপন করতে পরিচালনা পর্ষদ দায়বদ্ধ। বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন নং-বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০, তারিখ ০৩ জুন, ২০১৮-ইং মেনে চলার জন্য পরিচালনা পর্ষদ নিশ্চিত বিষয়গুলো নিশ্চিত করেছেন:

- কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ কর্তৃক প্রস্তুতকৃত আর্থিক বিবরণীতে কোম্পানির চলমান ঘটনা প্রবাহ, কার্যক্রমের ফলাফল, নগদ প্রবাহ ও ইকুইটির পরিবর্তন যথাযথ ভাবে উপস্থাপন করা হয়েছে।
- কোম্পানির হিসাব বই যথাযথ ভাবে সংরক্ষণ করা হয়েছে।
- আর্থিক বিবরণী প্রস্তুতের সময় হিসাব নীতিমালা যথাযথ ভাবে প্রয়োগ করা হয়েছে এবং হিসাব অনুমানগুলো যুক্তিসংগত এবং যথোপযুক্ত বিচার বিশ্লেষণের উপর ভিত্তি করে করা হয়েছে।
- আর্থিক বিবরণী প্রস্তুতের সময় ইন্টারন্যাশনাল একাউন্টিং স্ট্যান্ডার্ডস্ (আইএএস) এবং ইন্টারন্যাশনাল ফাইন্যান্সিয়াল রিপোর্টিং স্ট্যান্ডার্ডস্ (আইএফআরএস) বাংলাদেশে যেভাবে প্রযোজ্য সেভাবে অনুসরণ করা হয়েছে।

### অভ্যন্তরীণ নিয়ন্ত্রণ পদ্ধতি:

স্বচ্ছতা এবং জবাবদিহিতা যেমন ব্যবসায়িক স্বীকৃতি এবং খ্যাতি এনে দিতে পারে তেমনি কোম্পানি, গ্রাহক এবং স্টেকহোল্ডারদের মধ্যে সম্পর্ক উন্নত করতে পারে। স্বচ্ছতা এবং জবাবদিহিতা নিশ্চিত করার জন্য জিপিএইচ ইস্পাত লিমিটেডের অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থার নীতিমালা ও পদ্ধতিগুলো এমন ভাবে তৈরি করা হয়েছে যা কোম্পানির সম্পদ সমূহ সুরক্ষিত, লেনদেন সমূহ অনুমোদিত এবং সঠিকভাবে নথি ভুক্ত করা হয়েছে তার নিশ্চয়তা প্রদান করে। কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ এবং কর্মচারীগণ অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থার নীতিমালা সমূহ অনুসরণ করার জন্য সর্বদা দায়বদ্ধ থাকে। পরিচালনা পর্ষদ অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা প্রতিষ্ঠার মাধ্যমে যথাযথ ভাবে হিসাব নথিভুক্ত করণের বিষয়ে পর্যাপ্ত খেয়াল রাখেন। এছাড়াও, আমাদের একটি পৃথক অভ্যন্তরীণ নিরীক্ষা বিভাগ রয়েছে যা কোম্পানির প্রতিষ্ঠিত নীতিমালা এবং পদ্ধতিগুলো যথাযথ ভাবে অনুসরণ করা হয় কিনা তা নিশ্চিত করার জন্য নিয়মিত ভাবে নিরীক্ষা কার্যক্রম পরিচালনা করে থাকে।

কর্পোরেট গভর্নেন্স কোড অনুসারে, পরিচালনা পর্ষদে আমাদের দুটি উপ-কমিটি রয়েছে, একটি হল নিরীক্ষা কমিটি এবং অপরটি নমিনেশন এবং রেমনারেশন কমিটি। উভয় কমিটিই কোম্পানির অভ্যন্তরীণ নিয়ন্ত্রণ প্রক্রিয়া তদারকিতে গুরুত্বপূর্ণ ভূমিকা পালন করে। আলোচ্য বছরে কোম্পানির নিরীক্ষা কমিটি ত্রৈমাসিক আর্থিক বিবরণী পর্যালোচনার জন্য প্রতি তিন মাস অন্তর এবং বার্ষিক আর্থিক বিবরণী পর্যালোচনার জন্য বছরে একবার বৈঠক করেন। আর্থিক বিবরণী, আর্থিক প্রতিবেদন তৈরির পদ্ধতি, হিসাব নীতিমালা ও এর পদ্ধতি সম্পর্কে তারা গুরুত্বপূর্ণ নিরীক্ষা পর্যবেক্ষণ প্রদান করেন এবং কোম্পানির দ্বারা অনুসরণকৃত অভ্যন্তরীণ নিয়ন্ত্রণ ব্যবস্থা এবং এর কার্যকারিতা সম্পর্কে তাদের মতামত প্রদান করেন। অডিট কমিটির পর্যবেক্ষণ এবং পরামর্শ অনুসারে কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ কাজ করেন। নমিনেশন এবং রেমনারেশন কমিটি কোম্পানির পরিচালক এবং উচ্চ পদস্থ নির্বাহীদের মনোনয়নের যোগ্যতা, ইতিবাচক গুণাবলী, অভিজ্ঞতা এবং তাদের কাজের স্বাধীনতা নির্ধারণ করার জন্য নীতিমালা তৈরি এবং সেই সাথে তাদের সম্মানী নির্ধারণের ও পর্যালোচনার জন্য বছরে একবার বৈঠক করেন।

### সংখ্যালঘু শেয়ারহোল্ডারদের সুরক্ষা:

কোম্পানির পরিচালনা পর্ষদ সংখ্যালঘু শেয়ারহোল্ডারদের সুরক্ষার বিষয়ে সর্বদা সচেতন রয়েছেন। পরিচালনা পর্ষদ নিশ্চিত করেছে যে, কোম্পানির সংখ্যালঘু শেয়ারহোল্ডারদের জন্য অবমাননাকর কোন কর্মকাণ্ড অথবা তাদের স্বার্থের বিষয়ে প্রত্যাশ অথবা পরোক্ষ ভাবে শেয়ারহোল্ডিং নিয়ন্ত্রণ এবং এর প্রতিকারে কার্যকর ব্যবস্থা গ্রহণ করেছে।

### চলমান প্রতিষ্ঠান হিসাবে যাত্রা অব্যাহত রাখার ক্ষমতা:

নিকট ভবিষ্যতে কোম্পানির কার্যক্রম পরিচালনা করার জন্য কোম্পানির পর্যাপ্ত সম্পদ রয়েছে। এই কারণে, পরিচালনা পর্ষদ কোম্পানির আর্থিক বিবরণী প্রস্তুত করার সময় একটি চলমান প্রতিষ্ঠানের ভিত্তিতে আর্থিক বিবরণী প্রস্তুত করেছে। কোম্পানির বিদ্যমান ব্যবসা এবং এর কার্যক্রম অব্যাহত রাখার জন্য প্রয়োজনীয় তহবিল পূরণে চলমান আয় এবং সম্পদ সমূহ যথেষ্ট। সুতরাং, চলমান প্রতিষ্ঠান হিসাবে চালিয়ে যাওয়া কোম্পানির ক্ষমতার বিষয়ে কোন সন্দেহ নেই।

### গত বছর হতে পরিচালনাগত ফলাফলে উল্লেখযোগ্য পরিবর্তন:

লাভ এবং লোকসান হিসাব থেকে উদ্ভূত অপারেটিং ফলাফল থেকে দেখা যায় যে কোম্পানি তার মূল ব্যবসায়িক কর্মকাণ্ড থেকে কী অর্জন করেছে। জিপিএইচ ইম্পাত তার প্রতিষ্ঠান পর থেকেই ব্যবসায়িক কার্যক্রম পরিচালনায় ধারাবাহিক প্রবৃদ্ধি এবং উল্লেখযোগ্য ফলাফল বজায় রাখতে সক্ষম হয়েছে। আলোচ্য বছরে কোভিড-১৯ মহামারীর দ্বিতীয় ঢেউ এর কারণে আমরা উল্লেখযোগ্য অপারেশনাল চ্যালেঞ্জের মুখোমুখি হয়েছি। কিন্তু আমরা সেই চ্যালেঞ্জগুলো কাটিয়ে উঠতে সক্ষম হয়েছি এবং নতুন সম্প্রসারণ প্রকল্পের বাণিজ্যিক উৎপাদন সফলভাবে শুরু করেছি। ২০২০-২১ অর্থবছরে জিপিএইচ ইম্পাত ১৯৯.৪৩ শতাংশ প্রবৃদ্ধি সহ মোট বিক্রয় আয় করেছে ২৮,১৬৬.৪৬ মিলিয়ন টাকা এবং কর পরবর্তী নিট মুনাফা হয়েছে ১,৬৬০.৮৯ মিলিয়ন টাকা। শেয়ার প্রতি আয় (ইপিএস) হয়েছে ৪.১৮ টাকা। উক্ত ফলাফল কেবলমাত্র কোম্পানির ব্যবস্থাপনা কর্তৃপক্ষ এবং কর্মীদের নিষ্ঠা এবং প্রতিশ্রুতি বাস্তবায়নের কারণে সম্ভব হয়েছে।

### গত ছয় বছরের পরিচালনাগত তথ্য এবং আর্থিক তথ্য:

জিপিএইচ ইম্পাত লিমিটেড গত কয়েক বছরে উৎপাদন, বিক্রয় এবং মুনাফা অর্জনের ক্ষেত্রে উল্লেখযোগ্য অগ্রগতি অর্জন করেছে। বিগত ছয় বছরের কোম্পানির পরিচালনাগত তথ্য এবং আর্থিক তথ্য নিম্নে ছক আকারে দেখানো হল:

#### পরিচালনাগত তথ্য:

বিবরণ	২০২০-২০২১	২০১৯-২০২০	২০১৮-২০১৯	২০১৭-২০১৮	২০১৬-২০১৭	২০১৫-২০১৬
	টাকা	টাকা	টাকা	টাকা	টাকা	টাকা
নিট আয় (মিলিয়ন)	২৮,১৬৬.৪৬	৯,৪০৬.৬৯	১৩,২৬৮.৬৮	৯,৮১৪.১০	৭,৮৩৯.৫৭	৫,৭৪৩.৬১
বিক্রিত পণ্যের ব্যয় (মিলিয়ন)	২৩,৯৬৫.১৫	৭,৮৫২.৮৩	১১,১১০.৭৬	৮,২১১.৫৬	৬,৪৬৫.৮৫	৪,৭৮৩.৪৪
মোট মুনাফা (মিলিয়ন)	৪,২০১.৩১	১,৫৫৩.৮৬	২,১৫৭.৯৩	১,৬০২.৫৪	১,৩৭৩.৭২	৯৬০.১৭
পরিচালন মুনাফা (মিলিয়ন)	৩,২১৮.৩৮	১,১২১.৪৩	১,৭৩৫.০০	১,২৭৬.২৭	১,০৯৪.৭৭	৭৫৩.৭৪
কর পূর্ব মুনাফা (মিলিয়ন)	২,১২২.২৭	৩৯৮.৫৮	১,০৭৫.১২	৮৬৩.৬৬	৭৬১.৮২	৩৮৮.১৩
কর পরবর্তী মুনাফা (মিলিয়ন)	১,৬৬০.৮৯	২৯৯.৪২	৮০৬.২০	৬৬৬.০৬	৫৭১.৩০	২৮৯.৬২
শেয়ার প্রতি আয় (ইপিএস)	৪.১৮	০.৭৯	২.২৪	২.০৩	১.৮৩	২.০৬
শেয়ার প্রতি নেট অপারেটিং ক্যাশ ফ্লো	(৪.০৫)	(৮.১০)	১.৪৪	০.৪৯	৩.৮৩	১.০০

#### আর্থিক তথ্য:

বিবরণ	৩০ জুন ২০২১	৩০ জুন ২০২০	৩০ জুন ২০১৯	৩০ জুন ২০১৮	৩০ জুন ২০১৭	৩০ জুন ২০১৬
	টাকা	টাকা	টাকা	টাকা	টাকা	টাকা
নন কারেন্ট সম্পত্তি (মিলিয়ন)	৩৩,৮২১.০১	২৭,০৪৩.৬৯	২৩,০১০.৭০	১৩,৯৭৬.৫৫	৪,৭৪৬.১৫	২,১০৭.৫৩
চলতি সম্পত্তি (মিলিয়ন)	১৯,৮৩৮.২৫	১২,৯৪৫.৮০	৮,৮৮২.৩২	৮,৭১৭.৬৮	৮,১২০.০৫	৮,১৮৬.৭২
মোট সম্পত্তি (মিলিয়ন)	৫৩,৬৫৯.২৬	৩৯,৯৮৯.৪৯	৩১,৮৯৩.০২	২২,৬৯৪.২৩	১২,৮৬৬.২০	১০,২৯৪.২৫
ইকুইটি (মিলিয়ন)	১১,৮৫৬.৯২	৬,৪৩৩.৩৬	৬,৩৩৫.৩৬	৫,৫২৫.৩৫	৫,০৩৫.৬০	৪,৮১৯.০৮
নন কারেন্ট দায় (মিলিয়ন)	২২,৪৩১.১২	২০,৬৪৮.৮৮	১৬,৯৫২.৪৪	৮,৬১৯.৭১	১,৯৪৮.৬১	৪৫৭.০৪
চলতি দায় (মিলিয়ন)	১৯,৩৭১.২২	১২,৯০৭.২৫	৮,২০৫.২২	৮,৫৪৯.১৭	৫,৮৮১.৯৯	৫,০১৮.১৩
মোট শেয়ারহোল্ডার্স ইকুইটি এবং দায় (মিলিয়ন)	৫৩,৬৫৯.২৬	৩৯,৯৮৯.৪৯	৩১,৮৯৩.০২	২২,৬৯৪.২৩	১২,৮৬৬.২০	১০,২৯৪.২৫
শেয়ার প্রতি সম্পদ মূল্য (এনএভি)	২৯.৮৬	১৭.০১	১৭.৫৯	১৬.৮৭	১৬.১৫	১৫.৪৫



### লভ্যাংশ:

২০২০-২১ আলোচ্য বছরে, জিপিএইচ ইস্পাত লিমিটেড কর পরবর্তী মুনাফা অর্জন করেছে ১,৬৬০.৮৯ মিলিয়ন টাকা এবং শেয়ার প্রতি আয় হয়েছে ৪.১৮ টাকা। কোম্পানির পরিচালনা পর্ষদ ৩০শে জুন, ২০২১ইং তারিখে সমাপ্ত বছরের অর্জিত মুনাফা এবং রিটেইন্ড আর্নিংস থেকে শেয়ারহোল্ডারদের জন্য ৩০ শতাংশ লভ্যাংশ (২০ শতাংশ নগদ এবং ১০ শতাংশ স্টক) প্রদানের প্রস্তাব করেছেন। অনুরূপভাবে, মুনাফা হতে স্টক লভ্যাংশের ৩৯৭.১০ মিলিয়ন টাকা কমিয়ে মূলধনে জমা করা হবে। উক্ত মূলধন কোম্পানির উৎপাদন সুবিধা সম্প্রসারণ কাজে ব্যবহার করা হবে যা শেয়ারহোল্ডারদের জন্য দীর্ঘমেয়াদী সুবিধা এবং কোম্পানির টেকসই প্রবৃদ্ধি নিশ্চিত করবে।

পরিচালনা পর্ষদ আরও নিশ্চিত করেছে যে, অন্তর্বর্তী লভ্যাংশ হিসাবে কোন বোনাস শেয়ার বা স্টক লভ্যাংশ ঘোষণা করা হয়নি।

### অনুষ্ঠিত পর্ষদ সভার সংখ্যা ও পরিচালকদের উপস্থিতি:

২০২০-২১ সালে কোম্পানির পরিচালনা পর্ষদ কোম্পানির কার্যক্রম ও বিভিন্ন বিষয়ে আলোচনার জন্য মোট নয় বার পর্ষদ সভা আহ্বান করেছেন। পর্ষদ সভার সংখ্যা ও পরিচালকদের উপস্থিতি নিরীক্ষিত আর্থিক প্রতিবেদনে (নোট নং-৩৮, পৃষ্ঠা নং ১৪০) দেখানো হয়েছে।

### শেয়ার ধারণের তথ্য:

৩০ জুন ২০২১ইং তারিখে কোম্পানির শেয়ার ধারণ সংক্রান্ত তথ্য সংযুক্তি-E, পৃষ্ঠা নং ৮০-তে সংযুক্ত করা হয়েছে।

### পরিচালক নিয়োগ, অবসর ও পুনঃনিয়োগ:

পরিচালকগণের নিয়োগ, অবসর ও পুনঃনিয়োগ কোম্পানির সংবিধি এবং কোম্পানি আইন ১৯৯৪ এর বিধি অনুযায়ী নির্ধারিত হয়। সেই অনুসারে, আসন্ন বার্ষিক সাধারণ সভায় নিম্নলিখিত পরিচালকগণ অবসর গ্রহণ করবেন এবং পুনঃনিয়োগের যোগ্য বিধায় পুনঃনিয়োগের জন্য বিবেচিত হবেন:-

ক) জনাব মোঃ আবদুল আহাদ

খ) জনাব মোঃ আজিজুল হক

উক্ত পরিচালকগণের সংক্ষিপ্ত জীবন বৃত্তান্ত এই প্রতিবেদনের পৃষ্ঠা নং ২৮ এবং ২৯-এ উল্লেখ করা হয়েছে।

উল্লেখ্য যে, জিপিএইচ ইস্পাত লিমিটেড এর স্পন্সর পরিচালক জনাব মোঃ আব্দুর রউফ ১১ মে ২০২১ইং তারিখে মৃত্যুবরণ করেন। জনাব মোঃ আব্দুর রউফ-এর মৃত্যুর কারণে পরিচালনা পর্ষদ পূর্ববর্তী সাত জন স্পন্সর পরিচালক এবং দুই জন স্বতন্ত্র পরিচালকের পরিবর্তে ছয় জন স্পন্সর পরিচালক এবং ২ জন স্বতন্ত্র পরিচালক দ্বারা পরিচালনা পর্ষদ পুনর্গঠন করেছে।

### ব্যবস্থাপনা পরিচালকের পুনঃনিয়োগ:

জিপিএইচ ইস্পাত লিমিটেডের ব্যবস্থাপনা পরিচালক হিসেবে জনাব মোহাম্মদ জাহাঙ্গীর আলম পাঁচ বছর মেয়াদ ১৬ মে ২০২১ইং তারিখে সম্পন্ন করেছেন। কোম্পানি আইন ১৯৯৪-এর ধারা ১১০(৩) অনুসারে ২২ মে ২০২১ইং তারিখে অনুষ্ঠিত কোম্পানির পরিচালনা পর্ষদ সভায় জনাব মোহাম্মদ জাহাঙ্গীর আলম-কে জিপিএইচ ইস্পাত লিমিটেডের ব্যবস্থাপনা পরিচালক হিসেবে আরো পাঁচ বছরের জন্য পুনঃনিয়োগের সুপারিশ করেছে। ব্যবস্থাপনা পরিচালক হিসেবে জনাব মোহাম্মদ জাহাঙ্গীর আলম-এর উক্ত পুনঃনিয়োগ কোম্পানির আসন্ন বার্ষিক সাধারণ সভায় কোম্পানির শেয়ারহোল্ডারদের অনুমোদন নেওয়া হবে।

### ব্যবস্থাপনা কর্তৃপক্ষের আলোচনা এবং বিশ্লেষণ:

জুন ৩০, ২০২১ইং তারিখে সমাপ্ত বছরে কোম্পানির অবস্থা এবং কার্যক্রম সহ আর্থিক বিবরণীর পরিবর্তন সমূহ এবং অন্যান্য বিষয়ে বিস্তারিত আলোচনা উপস্থাপন করে একটি প্রতিবেদন সংযুক্তি-F, পৃষ্ঠা নং ৮১-তে যুক্ত করা হয়েছে।

### ব্যবস্থাপনা পরিচালক এবং প্রধান অর্থ কর্মকর্তার ঘোষণা:

জুন ৩০, ২০২১ইং তারিখে সমাপ্ত বছরের আর্থিক বিবরণী সম্পর্কে পরিচালনা পর্ষদের নিকট কোম্পানির ব্যবস্থাপনা পরিচালক এবং প্রধান অর্থ কর্মকর্তার একটি ঘোষণা পত্র সংযুক্তি-A, পৃষ্ঠা নং ৬৬-তে যুক্ত করা হয়েছে।

### কর্পোরেট গভর্নেন্স কোড সম্পর্কিত প্রতিবেদন এবং এ সংক্রান্ত সনদপত্র:

সুশাসন, আর্থিক স্বচ্ছতা, জবাবদিহিতা এবং অংশীদারদের স্বার্থ সুরক্ষা নিশ্চিত করার লক্ষ্যে, বাংলাদেশ সিকিউরিটিজ এন্ড একচেঞ্জ কমিশন ০৩ জুন, ২০১৮ইং তারিখে একটি বাধ্যতামূলক কর্পোরেট গভর্নেন্স কোড (বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৭/এডমিন/৮০) জারি

## শেয়ারহোল্ডারগণের নিকট পরিচালনা পর্ষদের প্রতিবেদন

করেছে। উক্ত কর্পোরেট গভর্নেন্স কোডের শর্তাবলী মেনে চলার মাধ্যমে জিপিএইচ ইম্পাত লিমিটেড সকল কমপ্লাইয়েন্স নিশ্চিত করেছে। জুন ৩০, ২০২১ইং তারিখে সমাপ্ত বছরের কোম্পানির কমপ্লাইয়েন্স স্ট্যাটাস এবং এই বিষয়ে নিরীক্ষক হতে প্রাপ্ত সনদ সংযুক্তি-B, পৃষ্ঠা নং ৬৭ ও সংযুক্তি-C, পৃষ্ঠা নং ৬৮-তে সংযুক্ত করা হয়েছে।

### অপরিশোধিত বা অদাবিকৃত লভ্যাংশের সারসংক্ষেপ :

৩০ জুন, ২০২১ তারিখ পর্যন্ত অপরিশোধিত বা অদাবিকৃত লভ্যাংশের সারসংক্ষেপ সংযুক্তি-G, পৃষ্ঠা নং ৮৩-তে সংযুক্ত করা হয়েছে।

### মার্কেটিং এবং ব্র্যান্ডিং:

ব্যবসায়িক কৌশল এবং ব্র্যান্ড কৌশল উভয় দ্বারা মার্কেটিং কৌশল গঠিত হয়। যেখানে ব্র্যান্ডিং একটি কৌশলগত বিষয়, মার্কেটিং তার চেয়ে আরও বেশি কৌশলগত বিষয়। পণ্য বা সেবা প্রচার এবং বিক্রয়ে মার্কেটিং সক্রিয়ভাবে কাজ করে। ইহা সঠিক পণ্যটি সঠিক জায়গায়, সঠিক মূল্যে এবং সঠিক সময়ে রাখার বিষয়ে গুরুত্ব দেয়। আমাদের মিশন, ভিশন এবং ভ্যালু আমাদের ব্র্যান্ড অবস্থানের সাথে ঘনিষ্ঠভাবে সম্পর্কিত। বাংলাদেশের ইম্পাত মার্কেট অত্যন্ত প্রতিযোগিতামূলক বিষয়টি বিবেচনায় নিয়ে, পরিচালনা পর্ষদ কোম্পানির বিপণন এবং ব্র্যান্ডিং কৌশল সম্পর্কে সর্বদা সচেতন রয়েছে। তদুপরি, প্রত্যাশিত মার্কেট শেয়ার বৃদ্ধি নিশ্চিত করার জন্য কার্যকর বিপণন নীতিমালা এবং এর বাস্তবায়ন একটি গুরুত্বপূর্ণ বিষয়। একটি দূরদর্শী চিন্তাভাবনা থেকে জিপিএইচ ইম্পাত কর্তৃপক্ষ বাংলাদেশে বিশ্বের সর্বাধুনিক কোয়ালিটি ইলেকট্রিক আর্ক ফার্মেস প্রযুক্তি স্থাপন করেছে। সেরা মানের পণ্যের পাশাপাশি জিপিএইচ ইম্পাত বছর ব্যাপি টেলিভিশন কমাশিয়াল, অনন্য প্রতিভার মত রিয়েলিটি শো, প্রেস বিজ্ঞাপন, রাস্তার সৌন্দর্য বর্ধন, বিলবোর্ড, নিয়ন সাইন, হাই-ওয়াল পেইন্টিং, শপ পেইন্টিং, শপ-সাইনবোর্ড, শপ মার্চেভাইজিং, নতুন বছরের ক্যালেন্ডার, প্রচারপত্র ইত্যাদি এর মতো মার্কেটিং ও ব্র্যান্ডিং কার্যক্রম পরিচালনা করেছে। এছাড়াও, আমাদের ব্র্যান্ডের সাথে সংশ্লিষ্ট প্রভাবকারী যারা রয়েছে তাদের জন্য ইঞ্জিনিয়ার সম্মেলন, রাজমিস্ত্রি সম্মেলন, হালখাতা অনুষ্ঠানের আয়োজন করা হয়েছে।

অধিকন্তু, ডিজিটাল প্ল্যাটফর্মের মধ্যে আমাদের ব্র্যান্ডের প্রচার বৃদ্ধি করার জন্য আমরা ফেসবুক, টুইটার, ইনস্টাগ্রাম, লিংকডইন, ইউটিউব এবং গুগল ডিসপ্লে নেটওয়ার্ক সহ বিভিন্ন সামাজিক যোগাযোগ মাধ্যমে আমাদের সম্পৃক্ততা বৃদ্ধি করেছি।

### জিপিএইচ ইম্পাতের ট্রান্সফরমেশন:

পরিবর্তন অনিবার্য, যে জিনিসগুলি আজ সর্বাধুনিক সেগুলি কাল অচল হয়ে যেতে পারে। চতুর্থ শিল্পায়নের যুগে প্রযুক্তি, কর্মী ব্যবস্থাপনা, ব্যবসায়ের পদ্ধতি, সিদ্ধান্ত গ্রহণের প্রক্রিয়া ইত্যাদির ক্ষেত্রে পরিবর্তন অরো দ্রুত আসে। আমাদের ম্যানেজমেন্ট জিপিএইচ-কে দেশের পছন্দের নিয়োগকর্তা, কর্পোরেট সংস্কৃতি, টেলেন্ট ব্যবস্থাপনা এবং কর্মদক্ষতা মূল্যায়নের দিক থেকে অন্যতম সেরা করার কথা ভাবছে। উক্ত পরিবর্তনগুলি আনার লক্ষ্যে, জিপিএইচ ইম্পাত ম্যানেজমেন্ট জিপিএইচ ইম্পাতকে নতুন ভাবে শুরু করার জন্য “ট্রান্সফর্ম” এর একটি উল্লেখযোগ্য পদক্ষেপ নিয়েছে। জুনোয় কনসাল্টিং দেশের অন্যতম বড় কনসাল্টিং ফার্ম, যারা মূলত জিপিএইচ ইম্পাতের “ট্রান্সফরমেশন” প্রক্রিয়ায় বিশৃঙ্খল অংশীদার হয়ে কাজ করছে। পুরো রূপান্তর প্রক্রিয়াটি প্রতিষ্ঠান, প্রতিভা এবং নেতৃত্ব, ফলাফল, পুরস্কার এবং সংস্কৃতি এই পাঁচটি মৌলিক স্তরে বিভক্ত। এই পাঁচটি মৌলিক স্তরের অধীনে সাতটি প্রকল্প যেমন প্রাতিষ্ঠানিক কাঠামো সংস্কার, নীতিমালা পুনর্গঠন, পিএমএস সাজানো, পুরস্কার প্রদানের সংস্কৃতি, টেলেন্ট ব্যবস্থাপনা, পরিবেশ সুরক্ষা এবং স্বাস্থ্য ও সুরক্ষা অনুশীলন, প্রাতিষ্ঠানিক মূল্যবোধ এবং সংস্কৃতি কেন্দ্র রয়েছে। প্রকল্পের কাজ শুরু করার পূর্বে জুনোয় কনসাল্টিং ফার্ম প্রতিষ্ঠানের নীতিমালা, অনুশীলন এবং সাংগঠনিক কাঠামোর বিষয়ে বিশদ পর্যালোচনা করেছে। তারা প্রতিষ্ঠানের বর্তমান অবস্থা এবং সমস্যা সমূহ বোঝার জন্য স্টেকহোল্ডারদের মধ্যে বেশ কয়েকটি জরিপ পরিচালনা করেছে। প্রাথমিক তথ্য সংগ্রহের অংশ হিসেবে তারা প্রতিষ্ঠানের একশত কর্মীর সাথে কথা বলেছে। এই সমস্ত কার্যাবলী জিপিএইচ ইম্পাতকে কর্মী বান্ধব, ফলাফল মূল্যায়ন, টেকসই এবং ভবিষ্যতের নেতৃত্ব দানকারী প্রতিষ্ঠান হিসেবে তৈরি করার জন্য নেয়া হয়েছে। আমরা কর্মকর্তা, কর্মচারী ও শ্রমিকদের দক্ষতা উন্নয়নের জন্য বছর ব্যাপি বিভিন্ন ধরনের অভ্যন্তরীণ, বাহ্যিক এবং বিদেশে প্রশিক্ষণের ব্যবস্থা গ্রহণ করেছি।

### পরিবেশ সবুজায়ন:

জিপিএইচ ইম্পাতের লক্ষ্য হচ্ছে পৃথিবী নামক গ্রহটিকে সবুজতর করা এবং ভবিষ্যত প্রজন্মের জন্য গ্রহটিকে আরও বেশি বাসযোগ্য করে তুলতে নবায়নযোগ্য শক্তির ব্যবহার বৃদ্ধির মাধ্যমে শক্তির ব্যবহার বৃদ্ধি করা। এছাড়া, জিপিএইচ ইম্পাতের অগ্রাধিকার হল তার নিজস্ব কার্যক্রম দ্বারা উৎপন্ন অতিরিক্ত কার্বন-ডাই-অক্সাইড নির্গমনের দায়িত্ব নেওয়া। জিপিএইচ ইম্পাত একটি শক্তি-দক্ষ এবং পরিবেশ-বান্ধব শিল্পের জন্য বর্ধিত টেকসই সমাধানের ক্রমাগত স্থাপনায় প্রতিশ্রুতিবদ্ধ। এই প্রসঙ্গে, আমরা দূষণমুক্ত পরিবেশ নিশ্চিত করার জন্য একটি কার্যকর ইম্প্লয়েন্ট ট্রিটমেন্ট প্ল্যান্ট (ইটিপি) সিস্টেম স্থাপন করেছি। আমাদের উৎপাদন সম্প্রসারণ প্রকল্পে সর্বাধুনিক প্রযুক্তির এবং আন্তর্জাতিক মান সম্পন্ন একটি এয়ার সেপারেশন প্ল্যান্ট (এএসপি) স্থাপন করেছি। আমরা আমাদের উৎপাদন প্রক্রিয়ায় ব্যবহৃত পানির চাহিদা পূরণের জন্য বৃষ্টির পানি সংগ্রহের ব্যবস্থা করেছি। আমাদের কারখানায় উৎপাদন প্রক্রিয়ায় কোনো ভূগর্ভস্থ পানি ব্যবহার করা হয় না এবং পানি শোধনাগার প্ল্যান্ট শূন্য ডিসচার্জ সিস্টেমের সাথে ডিজাইন করা হয়েছে যা ব্যবহৃত পানির ১০০% পুনর্ব্যবহার নিশ্চিত করে। জিপিএইচ বিশ্বব্যাপকের স্ট্যান্ডার্ড মেনে বিশ্বের সর্বাধুনিক ডি-ডাস্টিং

সিস্টেম স্থাপন করেছে। এর ফলে, প্রাকৃতিক পরিবেশের কোন ক্ষতি হবে না। এছাড়াও, ইস্পাত উৎপাদন থেকে সামগ্রিক কার্বন-ডাই-অক্সাইড নির্গমন উল্লেখযোগ্য হারে হ্রাস করতে হলে অত্যাধুনিক প্রযুক্তির বিকাশ অত্যন্ত গুরুত্বপূর্ণ। বর্তমানে, বিশ্বের বিভিন্ন স্থানে বিপুল সংখ্যক প্রতিশ্রুতিপূর্ণ প্রকল্প চলমান রয়েছে। আমরা আমাদের সম্প্রসারণ প্রকল্পে স্টেট অফ দ্য আর্ট প্রযুক্তি স্থাপন করছি। এই প্রযুক্তি ব্যবহার করে কার্বন নির্গমন বিশ্ব ব্যাংকের নির্ধারিত স্ট্যান্ডার্ড এবং বাংলাদেশ স্ট্যান্ডার্ড থেকে কম হবে। ভবিষ্যত পৃথিবীর টেকসইতার জন্য দূষণ কমিয়ে আনা এবং নবায়নযোগ্য শক্তির ব্যবহার বৃদ্ধি করা প্রধান উদ্দেশ্য হয়ে দাঁড়িয়েছে।

### স্বাস্থ্য, সুরক্ষা এবং নিরাপত্তা:

জিপিএইচ ইস্পাত স্বাস্থ্য, সুরক্ষা এবং নিরাপত্তার পরিবেশ উন্নয়নে সর্বাধিক অগ্রাধিকার দিয়ে থাকে। একটি নিরাপদ এবং স্বাস্থ্যকর কাজের পরিবেশ প্রতিষ্ঠার জন্য জিপিএইচ ইস্পাত সর্বদা স্বাস্থ্য, সুরক্ষা এবং নিরাপত্তার ক্রমাগত উন্নতির দিকে মনোনিবেশ করেছে। “সর্বপ্রথম কণী নিরাপত্তা” বিষয়টি মনে রেখে, স্থানীয় আইন, আন্তর্জাতিক নির্দেশিকা এবং সর্বোত্তম অনুশীলন অনুযায়ী কর্মক্ষেত্রের বিপদ সমূহ চিহ্নিত করা এবং নিয়ন্ত্রণ ব্যবস্থা প্রয়োগ করার জন্য প্ল্যান্ট সাইটে নিয়মিত ঝুঁকি মূল্যায়ন করা হয়। কর্মীদের মধ্যে কোভিড-১৯ সংক্রামন রোধ করতে এবং ভাইরাসের প্রকাশ ও সংক্রামন কমানোর জন্য উচ্চতর সতর্কতামূলক ব্যবস্থা নেওয়া হয়েছে। কোভিড-১৯ নিয়ন্ত্রণের জন্য, জিপিএইচ ইস্পাত স্বাস্থ্য, সুরক্ষা এবং নিরাপত্তা পরামর্শের মতো সক্রিয় উদ্যোগের পাশাপাশি জিপিএইচ ইস্পাত প্রতিষ্ঠানকে সুরক্ষিত রাখার জন্য পিপিই ব্যবহার, কোভিড-নিয়ন্ত্রণ নির্দেশিকা, ফেস মাস্ক এবং যথাযথ কোভিড-নিয়ন্ত্রণ ব্যবস্থা বাস্তবায়ন করা হয়েছে। উৎপাদন এবং সরবরাহ চেইনের ধারাবাহিকতা নিশ্চিত করার জন্য ম্যানেজমেন্টের সহযোগিতা ও সমন্বয়ে একটি জরুরি কোভিড মনিটরিং সেল এবং সেবা প্রদানকারী টিম গঠন করা হয়েছে।

### কোভিড-১৯ মহামারীর সময় দেশের প্রতি দায়িত্ব:

কোভিড-১৯ মহামারীর প্রথম ও দ্বিতীয় ঢেউ চলাকালীন সময়ে জিপিএইচ ইস্পাত সংশ্লিষ্ট কর্তৃপক্ষ এবং অংশীদারদের সাথে বিভিন্ন ধরনের সহায়তা প্রদানের মাধ্যমে ঘনিষ্ঠভাবে কাজ করে। জিপিএইচ ইস্পাত তার নতুন প্রতিষ্ঠিত স্টিল প্ল্যান্টের অক্সিজেন চাহিদা পূরণের জন্য বাংলাদেশের অন্যতম বৃহত্তম অক্সিজেন উৎপাদনকারী প্ল্যান্ট স্থাপন করেছে। কোভিড-১৯ মহামারীর সময় করোনা রোগীর চিকিৎসায় জিপিএইচ ইস্পাত তার প্রয়োজনীয়তার অতিরিক্ত অক্সিজেন দেশের প্রত্যন্ত উপজেলা হাসপাতাল, মা-ও-শিশু হাসপাতাল, ফিল্ড হাসপাতাল, সম্মিলিত সামরিক হাসপাতাল (সিএমএইচ) এবং চট্টগ্রামের সরকারি ও বেসরকারি হাসপাতালগুলোতে বিনা মূল্যে সরবরাহ করেছে। কোভিড-১৯ মহামারীর প্রথম ও দ্বিতীয় ঢেউ চলাকালীন সময়ে জিপিএইচ ইস্পাত সারা দেশে প্রায় ৭৬, ৭৬৮ টি ছোট এবং বড় অক্সিজেন সিলিন্ডার সরবরাহ করেছে এবং খালি সিলিন্ডারগুলি পুনরায় রিপিঁল করে দিয়েছে। করোনা আক্রান্ত রোগীদের জীবন রক্ষাকারী অক্সিজেনের নিরবচ্ছিন্ন সরবরাহ নিশ্চিত করার জন্য, বিভিন্ন সরকারী প্রতিষ্ঠান এবং অন্যান্য সংশ্লিষ্ট অংশীদারদের সাথে সমন্বয় এবং সহযোগিতার মাধ্যমে জিপিএইচ তার মূল কর্মকাণ্ডের বাহিরে গিয়ে বিভিন্ন উদ্যোগ গ্রহণের মাধ্যমে মানুষকে সহযোগিতার হাত বড়িয়ে দেওয়ার চেষ্টা করেছে। কোভিড-১৯ পরিস্থিতি বিশ্ব ও বাংলাদেশ উভয়ের সামনে নতুন নতুন চ্যালেঞ্জ উপস্থাপন করেছে। ইহা এখন আগের চেয়ে অনেক বেশি গুরুত্বপূর্ণ হয়ে উঠেছে যে সরকার, ব্যবসা এবং উন্নয়ন সংস্থা একসাথে কাজ করায়। জিপিএইচ ইস্পাত গুরুত্বপূর্ণ উদ্যোগ গ্রহণের মাধ্যমে কঠিন সময়ে দেশ এবং দেশের নাগরিকদের সমর্থনে কর্তৃপক্ষ এবং অন্যান্য অংশীদারদের সাথে সহযোগিতা করেছে এবং অদূর ভবিষ্যতেও ইহা অব্যাহত থাকবে।

### ঋণমান নির্ধারণ:

আলফা ক্রেডিট রেটিং লিমিটেড ২০২০-২০২১ সালের জন্য আমাদের ঋণমান যাচাই সম্পন্ন করেছে, যা নিম্নরূপ:

দীর্ঘকালীন	স্বল্পকালীন
AA	ST-2

“AA” কোম্পানি আর্থিক অঙ্গীকার পূরণে অত্যন্ত শক্তিশালী সামর্থ্য ইঙ্গিত করে।

“ST-২” কোম্পানি স্বল্প মেয়াদী আর্থিক অঙ্গীকার পূরণে গড় এর উপরে সামর্থ্য ইঙ্গিত করে।

### রাষ্ট্রীয় কোষাগারে অবদান:

জিপিএইচ ইস্পাত লিমিটেড প্রতিষ্ঠার পর থেকে রাষ্ট্রীয় কোষাগারে উল্লেখযোগ্য অবদান রেখে চলেছে। ২০২০-২১ হিসাবকালে জিপিএইচ মূল্য সংযোজন কর (ভ্যাট), প্রাতিষ্ঠানিক কর, উৎস কর, সাল্লিমেন্টারি শুল্ক, কাপ্তান শুল্ক এবং বিবিধ রেজিস্ট্রেশন ফি হিসেবে রাষ্ট্রীয় কোষাগারে ৩,৯১৩.৫৭ মিলিয়ন টাকা জমা করেছে যা পূর্ববর্তী বছরে ছিল ১,৭১৪.৯৯ মিলিয়ন টাকা। এছাড়াও, জিপিএইচ ইস্পাত লিমিটেড ইউটিলিটি বিল বাবদ ৩,৮৫০.৭৮ মিলিয়ন টাকা পরিশোধ করেছে। জিপিএইচ ইস্পাতের লক্ষ্য হচ্ছে রাষ্ট্রীয় কোষাগারে কর অবদানের একটি টেকসই স্তর প্রতিষ্ঠা করা যা সরকারের সকল ইতিবাচক কর্মকাণ্ডে সমর্থন যোগাবে এবং এই শিল্পের টেকসই প্রবৃদ্ধি নিশ্চিত করা যাতে এই শিল্পের বাজারে অংশগ্রহণকারী সকল প্রতিযোগী সমান সুযোগ পায়।



জিপিএইচ ইম্পাত বছরব্যাপি প্রত্যক্ষ এবং পরোক্ষ ভাবে বিপুল সংখ্যক মানুষের জন্য কর্মসংস্থান সৃষ্টি করেছে। কোভিড-১৯ মহামারী সত্ত্বেও আলোচ্য বছরে আমরা ২৮১ জন নতুন কর্মী নিয়োগ করেছি। ৩০ জুন ২০২১ইং তারিখ পর্যন্ত কোম্পানির মোট ১,৯৯১ জন স্থায়ী পূর্ণকালীণ কর্মী ছিল। এছাড়াও, বিপুল সংখ্যক লোক যারা পরিবেশক, খুচরা বিক্রেতা, সরবরাহকারী, ঠিকাদার এবং অন্যান্য ব্যবসায়িক অংশীদার হিসাবে কাজ করে এবং জীবিকার জন্য প্রত্যক্ষ ও পরোক্ষভাবে জিপিএইচ এর উপর নির্ভরশীল।

### নিরীক্ষক নিয়োগ:

গত বার্ষিক সাধারণ সভায় মেসার্স হোসেন ফরহাদ এন্ড কোং, চার্টার্ড অ্যাকাউন্টেন্টস্-কে কোম্পানির ৩০ জুন, ২০২১ইং তারিখে সমাপ্ত হিসাব বছরের নিরীক্ষা কাজের জন্য সংবিধিবদ্ধ নিরীক্ষক হিসেবে নিয়োগ প্রদান করা হয়। নিরীক্ষকগণ ৩০ জুন, ২০২১ইং তারিখে সমাপ্ত বছরের নিরীক্ষাকার্য সম্পাদন করে এর প্রতিবেদন উপস্থাপন করেছেন। বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নোটিফিকেশন: বিএসইসি/সিএমআরআরসিডি/২০০৬-১৫৮/২০৮/এডমিন/৮১ তারিখ ২০ জুন ২০১৮ইং, অনুসারে পরপর তিন বছর অতিক্রম হওয়ার পর কোন চার্টার্ড অ্যাকাউন্টেন্টস ফার্ম-কে কোন কোম্পানি সংবিধিবদ্ধ নিরীক্ষক হিসেবে নিয়োগ করতে পারবে না। মেসার্স হোসেন ফরহাদ এন্ড কোং, চার্টার্ড অ্যাকাউন্টেন্টস্ পরপর তিন বছর কোম্পানির সংবিধিবদ্ধ নিরীক্ষক হিসেবে নিরীক্ষা কাজ করেছে, এর ফলে তারা পুনরায় নিয়োগের জন্য যোগ্য হবে না। পরিচালনা পর্ষদ ৩০ জুন ২০২২ইং তারিখে সমাপ্ত হিসাব বছরের নিরীক্ষা কাজের জন্য কোম্পানির সংবিধিবদ্ধ নিরীক্ষক হিসেবে মেসার্স হোদা ভাসী চৌধুরী এন্ড কোং, চার্টার্ড অ্যাকাউন্টেন্টস্-কে নিয়োগের জন্য সুপারিশ করেছেন। উক্ত সংবিধিবদ্ধ নিরীক্ষকের নিয়োগ আসন্ন বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারদের অনুমোদন নেয়া হবে।

### ধন্যবাদ জ্ঞাপন:

পরিশেষে, পরিচালনা পর্ষদের পক্ষ থেকে আমি সকল সম্মানিত শেয়ারহোল্ডারকে কোম্পানির প্রতি তাদের আন্তরিক সমর্থনের জন্য ধন্যবাদ এবং কৃতজ্ঞতা জানাচ্ছি এবং আগামী বছরগুলোতে তা অব্যাহত থাকবে বলে আশা করছি।

পরিচালনা পর্ষদের পক্ষে



মোঃ আলমগীর কবির  
চেয়ারম্যান



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# **ANNEXURE**

## **TO THE DIRECTORS' REPORT**

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## ANNEXURE-A

[As per condition No. 1(5)(xxvi)]



### Declaration by Managing Director (MD) and Chief Financial Officer (CFO)

Date: 28 October, 2021

**The Board of Directors**

**GPH Ispat Limited**

Crown Chamber, 325 Asadgonj  
Chattogram-4000.

**Subject: Declaration on Financial Statements for the year ended on June 30, 2021.**

Dear Sir(s),

Pursuant to the condition No. 1(5)(xxvi) imposed vide the Commission's Notification No. BSEC/ CMRRCD/ 2006-158/207/Admin/80 dated 03 June 2018 under section 2CC of the Securities and Exchange Ordinance, 1969, we do hereby declare that:

- 1) The Financial Statements of GPH Ispat Limited for the year ended on June 30, 2021 have been prepared in compliance with International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in the Bangladesh and any departure there from has been adequately disclosed;
- 2) The estimates and judgments related to the financial statements were made on a prudent and reasonable basis, in order for the financial statements to reveal a true and fair view;
- 3) The form and substance of transactions and the Company's state of affairs have been reasonably and fairly presented in its financial statements;
- 4) To ensure above, the Company has taken proper and adequate care in installing a system of internal control and maintenance of accounting records;
- 5) Our internal auditors have conducted periodic audits to provide reasonable assurance that the established policies and procedures of the Company were consistently followed; and
- 6) The management's use of the going concern basis of accounting in preparing the financial statements is appropriate and there exists no material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

**In this regard, we also certify that: -**

- (i) We have reviewed the financial statements for the year ended on June 30, 2021 and that to the best of our knowledge and belief:
  - a) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - b) these statements collectively present true and fair view of the Company's affairs and are in compliance with existing accounting standards and applicable laws.
- (ii) There are, to the best of knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board of Directors or its members.

Sincerely yours,

**H. M. Ashraf-Uz-Zaman, FCA**  
Chief Financial Officer

**Mohammed Jahangir Alam**  
Managing Director

GPH ISPAT LTD.  
Corporate Office : Crown Chamber, 325 Asadgonj, Chattogram-4000, Tel: +88 031 631460, Fax: +88 031 610995, E-mail: info@gphispac.com.bd  
Dhaka Office: Hamid Tower (3rd & 11th floor), 24 Gulshan C/A, Circle -2, Dhaka-1212, Tel: +88 02 9840177, Fax: +88 02 9880366, E-mail: salesdhk@gphispac.com.bd



**ANNEXURE-B**

[Certificate as per condition No. 1(5)(xxvii)]



Solution... Begins

**Rahman Mostafa Alam & Co.**  
Chartered Accountants



**Report to the Shareholders of  
GPH Ispat Limited  
On  
Compliance on the Corporate Governance Code  
For the year ended on 30 June 2021**

We have examined the compliance status to the Corporate Governance Code by **GPH Ispat Limited** for the year ended on 30 June 2021. This Code relates to the Notification No. **BSEC/CMRRCD/2006-158/207/admin/80**, dated **03 June 2018** of the Bangladesh Securities and Exchange Commission.


Such compliance with the Corporate Governance Code is the responsibility of the Company. Our examination was limited to the procedures and implementation thereof as adopted by the Management in ensuring compliance to the conditions of the Corporate Governance Code.

This is a scrutiny and verification and an independent audit on compliance of the conditions of the Corporate Governance Code as well as the provisions of relevant Bangladesh Secretarial Standards (BSS) as adopted by Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Corporate Governance Code.

We state that we have obtained all the information and explanations, which we have required, and after due scrutiny and verification thereof, we report that, in our opinion:

- The Company has complied with the conditions of the Corporate Governance Code as stipulated in the above mentioned Corporate Governance Code issued by the Commission;
- The Company has complied with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) as required by this Code;
- Proper books and records have been kept by the Company as required under the Companies Act, 1994, the securities laws and other relevant laws; and
- The Governance of the company is highly satisfactory.

Firm's Name : **Rahman Mostafa Alam & Co.**  
Chartered Accountants

Signature :   
Auditor's Name : **Mohammad Mofizul Haque Rinku, FCA**  
Date : **14 November 2021**  
Place : **Chattogram**

Principal Office : Paramount Heights (7th Floor, D2 & C1), 65/21 Bui Chulert Road, Furans Paltan, Dhaka-1000. Phone : +88-02-9553446, 9551128, Mob : 01914284705, 01819225339, E-mail : mmad@mmad.com, Web : www.mmabd.com  
Branch Office (Dhaka) : House # 195 (3rd Floor, C-3), Road # 1, New DOHS, Mohakhali, Dhaka-1206. Phone : +88-02-9634313, Mob : 01920919178, 01819224678, 01819225339, E-mail : mmad@mmad.com, Web : www.mmabd.com  
Branch Office (Chattogram) : Al Madina Tower (8th Floor), 86/89, Agrabad C/A, Chattogram-4100. Phone : +88-031-725314, Mob : 01818127520, 01819225339, E-mail : mmad@mmad.com, Web : www.mmabd.com

**ANNEXURE-C****[As per condition No. 1(5)(xxvii)]**

Status of compliance with the conditions imposed by the Commission's Notification No. **BSEC/CMRRCD/2006-158/207/Admin/80** dated **June 03, 2018** issued under section 2CC of the Securities and Exchange Ordinance, 1969:

**(Report under Condition No. 9)**

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
<b>1</b>	<b>BOARD OF DIRECTORS</b>			
<b>1(1)</b>	<b>Size of the Board of Directors</b> The total number of members of a company's Board of Directors (hereinafter referred to as "Board") shall not be less than 5 (five) and more than 20 (twenty).	✓		
<b>1(2)</b>	<b>Independent Directors</b>			
1(2)(a)	At least one-fifth (1/5) of the total number of directors in the company's Board shall be independent directors; any fraction shall be considered to the next integer or whole number for calculating number of independent director(s);	✓		
1(2)(b)(i)	Who either does not hold any share in the company or holds less than one percent (1%) shares of the total paid-up shares of the company;	✓		
1(2)(b)(ii)	Who is not a sponsor of the company or is not connected with the company's any sponsor or director or nominated director or shareholder of the company or any of its associates, sister concerns, subsidiaries and parents or holding entities who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship and his or her family members also shall not hold above mentioned shares in the company;	✓		
1(2)(b)(iii)	Who has not been an executive of the company in immediately preceding 2 (two) financial years;	✓		
1(2)(b)(iv)	Who does not have any other relationship, whether pecuniary or otherwise, with the company or its subsidiary or associated companies;	✓		
1(2)(b)(v)	Who is not a member or TREC (Trading Right Entitlement Certificate) holder, director or officer of any stock exchange;	✓		
1(2)(b)(vi)	Who is not a shareholder, director excepting independent director or officer of any member or TREC holder of stock exchange or an intermediary of the capital market;	✓		
1(2)(b)(vii)	Who is not a partner or an executive or was not a partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or audit firm engaged in internal audit services or audit firm conducting special audit or professional certifying compliance of this Code;	✓		
1(2)(b)(viii)	Who is not independent director in more than 5 (five) listed companies;	✓		
1(2)(b)(ix)	Who has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan or any advance to a bank or a Non-Bank Financial Institution (NBFI);	✓		
1(2)(b)(x)	Who has not been convicted for a criminal offence involving moral turpitude;	✓		
1(2)(c)	The independent director(s) shall be appointed by the Board and approved by the shareholders in the Annual General Meeting (AGM);	✓		
1(2)(d)	The post of independent director(s) cannot remain vacant for more than 90 (ninety) days;	✓		
1(2)(e)	The tenure of office of an independent director shall be for a period of 3 (three) years, which may be extended for 1 (one) tenure only;	✓		
<b>1(3)</b>	<b>Qualification of Independent Director</b>			
1(3)(a)	Independent director shall be a knowledgeable individual with integrity who is able to ensure compliance with financial laws, regulatory requirements and corporate laws and can make meaningful contribution to the business;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(3)(b)(i)	Business Leader who is or was a promoter or director of an unlisted company having minimum paid-up capital of Tk. 100.00 million or any listed company or a member of any national or international chamber of commerce or business association;	✓		
1(3)(b)(ii)	Corporate Leader who is or was a top level executive not lower than Chief Executive Officer or Managing Director or Deputy Managing Director or Chief Financial Officer or Head of Finance or Accounts or Company Secretary or Head of Internal Audit and Compliance or Head of Legal Service or a candidate with equivalent position of an unlisted company having minimum paid up capital of Tk. 100.00 million or of a listed company; or	✓		
1(3)(b)(iii)	Former official of government or statutory or autonomous or regulatory body in the position not below 5th Grade of the national pay scale, who has at least educational background of bachelor degree in economics or commerce or business or law; or			Not Applicable
1(3)(b)(iv)	University Teacher who has educational background in Economics or Commerce or Business Studies or Law; or			Not Applicable
1(3)(b)(v)	Professional who is or was an advocate practicing at least in the High Court Division of Bangladesh Supreme Court or a Chartered Accountant or Cost and Management Accountant or Chartered Financial Analyst or Chartered Certified Accountant or Certified Public Accountant or Chartered Management Accountant or Chartered Secretary or equivalent qualification;			Not Applicable
1(3)(c)	The independent director shall have at least 10 (ten) years of experiences in any field mentioned in clause (b);	✓		
1(3)(d)	In special cases, the above qualifications or experiences may be relaxed subject to prior approval of the Commission.			Not Applicable
<b>1(4)</b>	<b>Duality of Chairperson of the Board of Directors and Managing Director or Chief Executive Officer</b>			
1(4)(a)	The positions of the Chairperson of the Board and the Managing Director (MD) and/or Chief Executive Officer (CEO) of the company shall be filled by different individuals;	✓		
1(4)(b)	The Managing Director (MD) and/or Chief Executive Officer (CEO) of a listed company shall not hold the same position in another listed company;	✓		
1(4)(c)	The Chairperson of the Board shall be elected from among the non-executive directors of the company;	✓		
1(4)(d)	The Board shall clearly define respective roles and responsibilities of the Chairperson and the Managing Director and/or Chief Executive Officer	✓		
1(4)(e)	In the absence of the Chairperson of the Board, the remaining members may elect one of themselves from non-executive directors as Chairperson for that particular Board's meeting; the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
<b>1(5)</b>	<b>The Directors' Report to Shareholders</b>			
1(5)(i)	An industry outlook and possible future developments in the industry;	✓		
1(5)(ii)	The segment-wise or product-wise performance;	✓		
1(5)(iii)	Risks and concerns including internal and external risk factors, threat to sustainability and negative impact on environment, if any;	✓		
1(5)(iv)	A discussion on Cost of Goods sold, Gross Profit Margin and Net Profit Margin, where applicable;	✓		
1(5)(v)	A discussion on continuity of any extraordinary activities and their implications (gain or loss);	✓		
1(5)(vi)	A detailed discussion on related party transactions along with a statement showing amount, nature of related party, nature of transactions and basis of transactions of all related party transactions;	✓		
1(5)(vii)	A statement of utilization of proceeds raised through public issues, rights issues and/or any other instruments;			Not Applicable

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(viii)	An explanation if the financial results deteriorate after the company goes for Initial Public Offering (IPO), Repeat Public Offering (RPO), Rights Share Offer, Direct Listing, etc.;			Not Applicable
1(5)(ix)	An explanation on any significant variance that occurs between Quarterly Financial performances and Annual Financial Statements;	✓		
1(5)(x)	A statement of remuneration paid to the directors including independent directors;	✓		
1(5)(xi)	A statement that the financial statements prepared by the management of the issuer company present fairly its state of affairs, the result of its operations, cash flows and changes in equity;	✓		
1(5)(xii)	A statement that proper books of account of the issuer company have been maintained;	✓		
1(5)(xiii)	A statement that appropriate accounting policies have been consistently applied in preparation of the financial statements and that the accounting estimates are based on reasonable and prudent judgment;	✓		
1(5)(xiv)	A statement that International Accounting Standards (IAS) or International Financial Reporting Standards (IFRS), as applicable in Bangladesh, have been followed in preparation of the financial statements and any departure there from has been adequately disclosed;	✓		
1(5)(xv)	A statement that the system of internal control is sound in design and has been effectively implemented and monitored;	✓		
1(5)(xvi)	A statement that minority shareholders have been protected from abusive actions by, or in the interest of, controlling shareholders acting either directly or indirectly and have effective means of redress;	✓		
1(5)(xvii)	A statement that there is no significant doubt upon the issuer company's ability to continue as a going concern, if the issuer company is not considered to be a going concern, the fact along with reasons there of shall be disclosed;	✓		
1(5)(xviii)	An explanation that significant deviations from the last year's operating results of the issuer company shall be highlighted and the reasons thereof shall be explained;	✓		
1(5)(xix)	A statement where key operating and financial data of at least preceding 5 (five) years shall be summarized;	✓		
1(5)(xx)	An explanation on the reasons if the issuer company has not declared dividend (cash or stock) for the year;			Not Applicable
1(5)(xxi)	Board's statement to the effect that no bonus share or stock dividend has been or shall be declared as interim dividend;			Not Applicable
1(5)(xxii)	The total number of Board meetings held during the year and attendance by each director;	✓		
1(5)(xxiii)(a)	Parent or Subsidiary or Associated Companies and other related parties (name-wise details);	✓		
1(5)(xxiii)(b)	Directors, Chief Executive Officer, Company Secretary, Chief Financial Officer, Head of Internal Audit and Compliance and their spouses and minor children (name-wise details);	✓		
1(5)(xxiii)(c)	Executives; and	✓		
1(5)(xxiii)(d)	Shareholders holding ten percent (10%) or more voting interest in the company (name-wise details);	✓		
1(5)(xxiv)(a)	A brief resume of the director;	✓		
1(5)(xxiv)(b)	Nature of his or her expertise in specific functional areas;	✓		
1(5)(xxiv)(c)	Names of companies in which the person also holds the directorship and the membership of committees of the Board;	✓		
1(5)(xxv)(a)	Accounting policies and estimation for preparation of financial statements;	✓		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
1(5)(xxv)(b)	Changes in accounting policies and estimation, if any, clearly describing the effect on financial performance or results and financial position as well as cash flows in absolute figure for such changes;	✓		
1(5)(xxv)(c)	Comparative analysis (including effects of inflation) of financial performance or results and financial position as well as cash flows for current financial year with immediately preceding five years explaining reasons thereof;	✓		
1(5)(xxv)(d)	Compare such financial performance or results and financial position as well as cash flows with the peer industry scenario;	✓		
1(5)(xxv)(e)	Briefly explain the financial and economic scenario of the country and the globe;	✓		
1(5)(xxv)(f)	Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company;	✓		
1(5)(xxv)(g)	Future plan or projection or forecast for company's operation, performance and financial position, with justification thereof, i.e., actual position shall be explained to the shareholders in the next AGM;	✓		
1(5)(xxvi)	Declaration or certification by the CEO and the CFO to the Board as required under condition No. 3(3) shall be disclosed as per Annexure-A;	✓		
1(5)(xxvii)	The report as well as certificate regarding compliance of conditions of this Code as required under condition No. 9 shall be disclosed as per Annexure-B and Annexure-C.	✓		
<b>1(6)</b>	<b>Meetings of the Board of Directors</b> The company shall conduct its Board meetings and record the minutes of the meetings as well as keep required books and records in line with the provisions of the relevant Bangladesh Secretarial Standards (BSS) as adopted by the Institute of Chartered Secretaries of Bangladesh (ICSB) in so far as those standards are not inconsistent with any condition of this Code.	✓		
<b>1(7)</b>	<b>Code of Conduct for the Chairperson, other Board members and Chief Executive Officer</b>			
1(7)(a)	The Board shall lay down a code of conduct, based on the recommendation of the Nomination and Remuneration Committee (NRC) at condition No. 6, for the Chairperson of the Board, other board members and Chief Executive Officer of the company;	✓		
1(7)(b)	The code of conduct as determined by the NRC shall be posted on the website of the company including, among others, prudent conduct and behavior; confidentiality; conflict of interest; compliance with laws, rules and regulations; prohibition of insider trading; relationship with environment, employees, customers and suppliers; and independency.	✓		
<b>2</b>	<b>GOVERNANCE OF BOARD OF DIRECTORS OF SUBSIDIARY COMPANY</b>			
2(a)	Provisions relating to the composition of the Board of the holding company shall be made applicable to the composition of the Board of the subsidiary company;			Not Applicable
2(b)	At least 1 (one) independent director on the Board of the holding company shall be a director on the Board of the subsidiary company;			Not Applicable
2(c)	The minutes of the Board meeting of the subsidiary company shall be placed for review at the following Board meeting of the holding company;			Not Applicable
2(d)	The minutes of the respective Board meeting of the holding company shall state that they have reviewed the affairs of the subsidiary company also;			Not Applicable
2(e)	The Audit Committee of the holding company shall also review the financial statements, in particular the investments made by the subsidiary company.			Not Applicable
<b>3</b>	<b>MANAGING DIRECTOR (MD) OR CHIEF EXECUTIVE OFFICER (CEO), CHIEF FINANCIAL OFFICER (CFO), HEAD OF INTERNAL AUDIT AND COMPLIANCE (HIAC) AND COMPANY SECRETARY (CS).</b>			
<b>3(1)</b>	<b>Appointment</b>			
3(1)(a)	The Board shall appoint a Managing Director (MD) or Chief Executive Officer (CEO), a Company Secretary (CS), a Chief Financial Officer (CFO) and a Head of Internal Audit and Compliance (HIAC);	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
3(1)(b)	The positions of the Managing Director (MD) or Chief Executive Officer (CEO), Company Secretary (CS), Chief Financial Officer (CFO) and Head of Internal Audit and Compliance (HIAC) shall be filled by different individuals;	✓		
3(1)(c)	The MD or CEO, CS, CFO and HIAC of a listed company shall not hold any executive position in any other company at the same time;	✓		
3(1)(d)	The Board shall clearly define respective roles, responsibilities and duties of the CFO, the HIAC and the CS;	✓		
3(1)(e)	The MD or CEO, CS, CFO and HIAC shall not be removed from their position without approval of the Board as well as immediate dissemination to the Commission and stock exchange(s).	✓		
<b>3(2)</b>	<b>Requirement to attend Board of Directors' Meetings</b> The MD or CEO, CS, CFO and HIAC of the company shall attend the meetings of the Board;	✓		
<b>3(3)</b>	<b>Duties of Managing Director (MD) or Chief Executive Officer (CEO) and Chief Financial Officer (CFO)</b>			
<b>3(3)(a)</b>	<b>The MD or CEO and CFO shall certify to the Board that they have reviewed financial statements for the year and that to the best of their knowledge and belief:</b>			
3(3)(a)(i)	These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;	✓		
3(3)(a)(ii)	These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards and applicable laws;	✓		
3(3)(b)	The MD or CEO and CFO shall also certify that there are, to the best of knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or in violation of the code of conduct for the company's Board or its members;	✓		
3(3)(c)	The certification of the MD or CEO and CFO shall be disclosed in the Annual Report.	✓		
<b>4</b>	<b>BOARD OF DIRECTORS' COMMITTEE</b>			
4(i)	Audit Committee;	✓		
4(ii)	Nomination and Remuneration Committee.	✓		
<b>5</b>	<b>AUDIT COMMITTEE</b>			
<b>5(1)</b>	<b>Responsibility to the Board of Directors</b>			
5(1)(a)	The company shall have an Audit Committee as a sub-committee of the Board;	✓		
5(1)(b)	The Audit Committee shall assist the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business;	✓		
5(1)(c)	The Audit Committee shall be responsible to the Board; the duties of the Audit Committee shall be clearly set forth in writing.	✓		
<b>5(2)</b>	<b>Constitution of the Audit Committee</b>			
5(2)(a)	The Audit Committee shall be composed of at least 3 (three) members;	✓		
5(2)(b)	The Board shall appoint members of the Audit Committee who shall be non-executive directors of the company excepting Chairperson of the Board and shall include at least 1 (one) independent director;	✓		
5(2)(c)	All members of the audit committee should be "financially literate" and at least 1 (one) member shall have accounting or related financial management background and 10 (ten) years of such experience;	✓		
5(2)(d)	When the term of service of any Committee member expires or there is any circumstance causing any Committee member to be unable to hold office before expiration of the term of service, thus making the number of the Committee members to be lower than the prescribed number of 3 (three) persons, the Board shall appoint the new Committee member to fill up the vacancy immediately or not later than 1 (one) month from the date of vacancy in the Committee to ensure continuity of the performance of work of the Audit Committee;	✓		
5(2)(e)	The company secretary shall act as the secretary of the Committee;	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(2)(f)	The quorum of the Audit Committee meeting shall not constitute without at least 1 (one) independent director.	✓		
<b>5(3)</b>	<b>Chairperson of the Audit Committee</b>			
5(3)(a)	The Board shall select 1 (one) member of the Audit Committee to be Chairperson of the Audit Committee, who shall be an independent director;	✓		
5(3)(b)	In the absence of the Chairperson of the Audit Committee, the remaining members may elect one of themselves as Chairperson for that particular meeting, in that case there shall be no problem of constituting a quorum as required under condition No. 5(4)(b) and the reason of absence of the regular Chairperson shall be duly recorded in the minutes.	✓		
5(3)(c)	Chairperson of the Audit Committee shall remain present in the Annual General Meeting (AGM).	✓		
<b>5(4)</b>	<b>Meeting of the Audit Committee</b>			
5(4)(a)	The Audit Committee shall conduct at least its four meetings in a financial year: Provided that any emergency meeting in addition to regular meeting may be convened at the request of any one of the members of the Committee.	✓		
5(4)(b)	The quorum of the meeting of the Audit Committee shall be constituted in presence of either two members or two third of the members of the Audit Committee, whichever is higher, where presence of an independent director is a must.	✓		
<b>5(5)</b>	<b>Role of Audit Committee</b>			
5(5)(a)	Oversee the financial reporting process;	✓		
5(5)(b)	Monitor choice of accounting policies and principles;	✓		
5(5)(c)	Monitor Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;	✓		
5(5)(d)	Oversee hiring and performance of external auditors;	✓		
5(5)(e)	Hold meeting with the external or statutory auditors for review of the annual financial statements before submission to the Board for approval or adoption;	✓		
5(5)(f)	Review along with the management, the annual financial statements before submission to the Board for approval;	✓		
5(5)(g)	Review along with the management, the quarterly and half yearly financial statements before submission to the Board for approval;	✓		
5(5)(h)	Review the adequacy of internal audit function;	✓		
5(5)(i)	Review the Management's Discussion and Analysis before disclosing in the Annual Report;	✓		
5(5)(j)	Review statement of all related party transactions submitted by the management;	✓		
5(5)(k)	Review Management Letters or Letter of Internal Control weakness issued by statutory auditors;	✓		
5(5)(l)	Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors;	✓		
5(5)(m)	Oversee whether the proceeds raised through Initial Public Offering (IPO) or Repeat Public Offering (RPO) or Rights Share Offer have been utilized as per the purposes stated in relevant offer document or prospectus approved by the Commission;			Not Applicable
<b>5(6)</b>	<b>Reporting of the Audit Committee</b>			
<b>5(6)(a)</b>	<b>Reporting to the Board of Directors</b>			
5(6)(a)(i)	The Audit Committee shall report on its activities to the Board.	✓		

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
5(6)(a)(ii)	The Audit Committee shall immediately report to the Board on the following findings, if any: -			
5(6)(a)(ii)(a)	Report on conflicts of interests;			Not Applicable
5(6)(a)(ii)(b)	Suspected or presumed fraud or irregularity or material defect identified in the internal audit and compliance process or in the financial statements;			Not Applicable
5(6)(a)(ii)(c)	Suspected infringement of laws, regulatory compliances including securities related laws, rules and regulations;			Not Applicable
5(6)(a)(ii)(d)	Any other matter which the Audit Committee deems necessary shall be disclosed to the Board immediately;			Not Applicable
5(6)(b)	<b>Reporting to the Authorities</b> If the Audit Committee has reported to the Board about anything which has material impact on the financial condition and results of operation and has discussed with the Board and the management that any rectification is necessary and if the Audit Committee finds that such rectification has been unreasonably ignored, the Audit Committee shall report such finding to the Commission, upon reporting of such matters to the Board for three times or completion of a period of 6 (six) months from the date of first reporting to the Board, whichever is earlier.			Not Applicable
5(7)	<b>Reporting to the Shareholders and General Investors</b> Report on activities carried out by the Audit Committee, including any report made to the Board under condition No. 5(6)(a)(ii) above during the year, shall be signed by the Chairperson of the Audit Committee and disclosed in the annual report of the issuer company.	✓		
6	<b>Nomination and Remuneration Committee (NRC)</b>			
6(1)	<b>Responsibility to the Board of Directors</b>			
6(1)(a)	The company shall have a Nomination and Remuneration Committee (NRC) as a subcommittee of the Board;	✓		
6(1)(b)	The NRC shall assist the Board in formulation of the nomination criteria or policy for determining qualifications, positive attributes, experiences and independence of directors and top-level executive as well as a policy for formal process of considering remuneration of directors, top level executive;	✓		
6(1)(c)	The Terms of Reference (ToR) of the NRC shall be clearly set forth in writing covering the areas stated at the condition No. 6(5)(b).	✓		
6(2)	<b>Constitution of the NRC</b>			
6(2)(a)	The Committee shall comprise of at least three members including an independent director;	✓		
6(2)(b)	All members of the Committee shall be non-executive directors;	✓		
6(2)(c)	Members of the Committee shall be nominated and appointed by the Board;	✓		
6(2)(d)	The Board shall have authority to remove and appoint any member of the Committee;	✓		
6(2)(e)	In case of death, resignation, disqualification, or removal of any member of the Committee or in any other cases of vacancies, the board shall fill the vacancy within 180 (one hundred eighty) days of occurring such vacancy in the Committee;	✓		
6(2)(f)	The Chairperson of the Committee may appoint or co-opt any external expert and/or member(s) of staff to the Committee as advisor who shall be non-voting member, if the Chairperson feels that advice or suggestion from such external expert and/or member(s) of staff shall be required or valuable for the Committee;	✓		
6(2)(g)	The company secretary shall act as the secretary of the Committee;	✓		
6(2)(h)	The quorum of the NRC meeting shall not constitute without attendance of at least an independent director;	✓		



Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
6(2)(i)	No member of the NRC shall receive, either directly or indirectly, any remuneration for any advisory or consultancy role or otherwise, other than Director's fees or honorarium from the company.	✓		
<b>6(3)</b>	<b>Chairperson of the NRC</b>			
6(3)(a)	The Board shall select 1 (one) member of the NRC to be Chairperson of the Committee, who shall be an independent director;	✓		
6(3)(b)	In the absence of the Chairperson of the NRC, the remaining members may elect one of themselves as Chairperson for that particular meeting, the reason of absence of the regular Chairperson shall be duly recorded in the minutes;	✓		
6(3)(c)	The Chairperson of the NRC shall attend the annual general meeting (AGM) to answer the queries of the shareholders;	✓		
<b>6(4)</b>	<b>Meeting of NRC</b>			
6(4)(a)	The NRC shall conduct at least one meeting in a financial year;	✓		
6(4)(b)	The Chairperson of the NRC may convene any emergency meeting upon request by any member of the NRC;	✓		
6(4)(c)	The quorum of the meeting of the NRC shall be constituted in presence of either two members or two third of the members of the Committee, whichever is higher, where presence of an independent director is must as required under condition No. 6(2)(h);	✓		
6(4)(d)	The proceedings of each meeting of the NRC shall duly be recorded in the minutes and such minutes shall be confirmed in the next meeting of the NRC.	✓		
<b>6(5)</b>	<b>Role of the NRC</b>			
6(5)(a)	NRC shall be independent and responsible or accountable to the Board and to the shareholders;	✓		
<b>6(5)(b)(i)</b>	<b>NRC shall oversee, among others, the following matters and make report with recommendation to the Board:</b> formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors, top level executive, considering the following:			
6(5)(b)(i)(a)	The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable directors to run the company successfully;	✓		
6(5)(b)(i)(b)	The relationship of remuneration to performance is clear and meets appropriate performance benchmarks;	✓		
6(5)(b)(i)(c)	Remuneration to directors, top level executive involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;	✓		
6(5)(b)(ii)	Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;	✓		
6(5)(b)(iii)	Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal to the Board;	✓		
6(5)(b)(iv)	Formulating the criteria for evaluation of performance of independent directors and the Board;	✓		
6(5)(b)(v)	Identifying the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;	✓		
6(5)(b)(vi)	Developing, recommending and reviewing annually the company's human resources and training policies;	✓		
6(5)(c)	The company shall disclose the nomination and remuneration policy and the evaluation criteria and activities of NRC during the year at a glance in its annual report.	✓		
<b>7</b>	<b>EXTERNAL OR STATUTORY AUDITORS</b>			

Condition No.	Title	Compliance Status (Put ✓ in the appropriate column)		Remarks (if any)
		Complied	Not Complied	
7(1)	The issuer company shall not engage its external or statutory auditors to perform the following services of the company, namely:			
7(1)(i)	Appraisal or valuation services or fairness opinions;	✓		
7(1)(ii)	Financial information systems design and implementation;	✓		
7(1)(iii)	Book-keeping or other services related to the accounting records or financial statements;	✓		
7(1)(iv)	Broker-dealer services;	✓		
7(1)(v)	Actuarial services;	✓		
7(1)(vi)	Internal audit services or special audit services;	✓		
7(1)(vii)	Any service that the Audit Committee determines;	✓		
7(1)(viii)	Audit or certification services on compliance of corporate governance as required under condition No. 9(1);	✓		
7(1)(ix)	Any other service that creates conflict of interest.	✓		
7(2)	No partner or employees of the external audit firms shall possess any share of the company they audit at least during the tenure of their audit assignment of that company; his or her family members also shall not hold any shares in the said company: Provided that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	✓		
7(3)	Representative of external or statutory auditors shall remain present in the Shareholders' Meeting (Annual General Meeting or Extraordinary General Meeting) to answer the queries of the shareholders.	✓		
8	MAINTAINING A WEBSITE BY THE COMPANY			
8(1)	The company shall have an official website linked with the website of the stock exchange.	✓		
8(2)	The company shall keep the website functional from the date of listing.	✓		
8(3)	The company shall make available the detailed disclosures on its website as required under the listing regulations of the concerned stock exchange(s).	✓		
9	REPORTING AND COMPLIANCE OF CORPORATE GOVERNANCE			
9(1)	The company shall obtain a certificate from a practicing Professional Accountant or Secretary (Chartered Accountant or Cost and Management Accountant or Chartered Secretary) other than its statutory auditors or audit firm on yearly basis regarding compliance of conditions of Corporate Governance Code of the Commission and shall such certificate shall be disclosed in the Annual Report.	✓		
9(2)	The professional who will provide the certificate on compliance of this Corporate Governance Code shall be appointed by the shareholders in the annual general meeting.	✓		
9(3)	The directors of the company shall state, in accordance with the Annexure-C attached, in the directors' report whether the company has complied with these conditions or not.	✓		

## ANNEXURE -D

[As per condition No. 1(5)(iii)]

### RISKS & CONCERNS

#### Profitability reduction risk

The Company is operating in a highly competitive industry with low profit & the market is also highly sensitive. Moreover, the Company faces competition from a number of private sector mills those are found to be very aggressive in the market. Inability of offering competitive products may hinder the Company's growth potential.

#### Mitigation Plan

The company has successfully entered in the market till date and is working for offering new and better quality products at competitive terms. Moreover, the group's track records of last 5 (five) years for operating at the low profit and highly sensitive market environment established its capability.

#### Technology Related Risks

Technology always plays a vital role for each and every types of business. Better technology can increase productivity and reduce costs of production. Firms are exposed to technology risks when there are better technologies available in the market than the one is used by the company which may cause technological obsolescence and negative operational efficiency.

#### Mitigation Plan

The company is aware of technological changes and has adopted new technology according to its needs. The new expansion plant will substantially increase the production capacity of the company and further consolidate its position as the country's leading steel producers serving the growing domestic and export market. This "State-of-the-Art" technology based on "EAF Quantum Technology" with highest level of automation, precision, and engineering would ensure world-class products. Furthermore, routine and proper maintenance of the equipment carried out by the Company ensures longer service life for the existing equipment and facilities.

#### Risk of new entrants

New entrants of similar/higher scale may push the Company in a competitive scenario.

#### Mitigation Plan

Implementation of similar project generally have a lead time of 3 (three) years and before the earliest entrant the Company will be able to consolidate its both financial as well as market position. Furthermore, with the track record of GPH and its market reputation, it will be very difficult for new comers to make inroads into the quality steels market. Moreover, Steel is a high capital-intensive industry and therefore, barriers to entry are high. GPH Ispat Limited enhanced its production capacity of MS Billet by 840,000 MT and MS Rod/Medium Section product (Steel Beam, Angle, Channel, Flat Bar etc.) by 640,000 MT per annum. Now, the total annual production capacity of MS Billet 10,50,000 MT and MS Rod/Medium section products (Steel Beam, Angle, Channel, Flat Bar etc.) 7,90,000 MT. As the company established the latest technology based production plant it would be more capable to face new entrants.

#### Sourcing of Raw Materials

As steel market price is so volatile, sourcing of raw material is important. Shortage or price hike of raw materials may affect the Company's operation.

#### Mitigation Plan

The main raw materials of the company are melting scrap, which is available both in international market and local market from ship breaking yard. The company has bilateral arrangement with a group of independent suppliers of raw materials. Therefore, it is expected that the company will have smooth flow of raw materials.

**Interest Rate Risk**

Interest rate risk is the risk that Company faces due to unfavorable movement in the interest rates. Changes in the Government's monetary policy, along with increased demand for loans/investments trend to increase the interest rates. Such rises in interest rates mostly affect Companies having floating rate loans or Companies investing in debt securities.

**Mitigation Plan**

In order to manage this risk and overcome it, the management of the company closely monitor its cash flows, coupled with continued strength in sales and marketing. GPH is very careful in forecasting the prices of international steels and manages its costs in an effective manner, so as to ensure that the debt repayments are met on schedule, even if the interest rates were to rise.

**Exchange Rate Risk**

Exchange rate risk occurs due to changes in exchange rates. As the Company import equipment/raw materials from abroad and earns revenue in local currency, unfavorable volatility or currency fluctuation may affect the profitability of the Company.

**Mitigation Plan**

Appropriate and responsible hedging mechanisms were applied by GPH in the past in case of significant taka devaluation in order to keep the cost minimum and same will be followed in future. However, if the price of the US dollar appreciates too sharply against the BDT, this will be a nationwide phenomenon experienced by the whole industry. In such a scenario, there will be a market adjustment to end product prices.

**Potential Changes in Global or National Policies**

Changes in the existing global or national policies can have either positive or negative impacts for the company. Any scarcity or price hike of raw materials due to changes in policy in the international market might hamper the production and profitability. Furthermore, the performance of the company may also be hampered due to unavoidable circumstances both in Bangladesh and worldwide like political turmoil. Since the risk involved with the potential changes in global or national policies is a macro factor, it is beyond the capability of GPH to control.

**Mitigation Plan**

The management of GPH Ispat Limited is always concerned about the prevailing and upcoming future changes in the global or national policy and shall respond appropriately and timely to safeguard its interest. Strong brand equity of the company in the local market and deep and profound knowledge of the sponsors will always endeavor to withstand the unexpected changes or any such possible threats. Nevertheless, political stability and a congenial business environment is definitely the best situation in which GPH will achieve its maximum potential. Political turmoil and disturbance are bad for the economy as a whole and also for the company. On the other hand, Government has special attention for the growth of the industry as it is related to infrastructure development of the country.

**Potential or Existing Government Regulations**

The Company operates under Company's Act 1994, Income Tax Ordinance 1984, Income Tax Rules 1984, Value Added Tax (VAT) Act 1991 and Value Added Tax (VAT) Rules 1991 and other related regulations. Any abrupt changes of the policies made by the regulatory authorities may adversely affect the business of the company.

**Mitigation Plan**

Since the Company operates in steel sector, the Government regulations are mostly investment-friendly. However, unless any policy change that may negatively and materially affect the industry as a whole, the business of the Company is expected not to be affected. As it is an emerging sector, it is highly expected that the Government will not frustrate the growth of the industry with adverse policy measures.

**History of Non-operation, if any**

Is there any history for the Company to become non-operative from its commercial operation?

**Mitigation Plan**

GPH Ispat Limited was incorporated in Bangladesh as a Private Limited Company with limited liability as on May 17, 2006 under the Companies Act 1994 and started commercial operation on August 21, 2008 and it has no history of non operation till now. The



Company is an independent entity which is operated by its Memorandum & Articles of Association and within the jurisdiction applicable laws implemented by the Government. Besides, the Company's financial strength is satisfactory. So, the chance of becoming non-operative for the Company is very minimum.

### **Operational Risks**

Non-availability of materials/equipment/services may affect the smooth operational activities of the Company. On the other hand, the equipment may face operational and mechanical failure due to natural disaster, terrorist attack, unforeseen events, lack of supervision and negligence, leading to severe accidents and losses.

### **Mitigation Plan**

The Company is equipped with power backup and security system, which reduce operational risk. Besides, the equipment has insurance coverage in order to get reasonable compensation for any damages. Apart from these, routine security check and proper maintenance of the equipment also reduce/eliminate the operational risk.

### **Risk associated with labor unrest**

Smooth production is dependent on good relationship with the factory workers and their ability to provide high-quality services. In the event of disagreements with the workers, the company may experience adverse impact.

### **Mitigation Plan**

GPH Ispat Limited maintains good atmosphere at the work place and provides all sort of facilities to the workers as per law of the land. GPH employees/workers have been provided with all necessary facilities according to service rules. So, it is unlikely for them to create such unrest. The company has good remuneration package and welfare policies for its human resources, which reduce the risk of labor unrest.

### **Availability of Power and Gas**

Steel industries require huge and uninterrupted power supply. Any unfavorable change in power related regulations may affect the Company's business. The Company also requires gas for heating billets and accordingly shortage of gas supply will affect the operation of the Company.

### **Mitigation Plan**

GPH Ispat Limited has total 92 MW power connections. Among that 15 MW load connection through 132/33 KV substation (33 KV H. T. line) from PDB, 65 MW load connection through 230/33 KV substation (33 KV H. T. line) from national grid of BPDB and 12 MW gas fired captive power plant named GPH Power Generation Limited which ensures uninterrupted power supply. Furthermore, GPH's gas connection is connected with main distribution line of Chattogram zone. So, GPH Ispat Limited is enjoying uninterrupted and sufficient electricity and gas supply at present except complying some Govt. special order and it is expected that this availability will remain same in the near future.

### **Impact on Environment:**

Steel production has a number of impacts on the environment including air emissions, wastewater contaminants, hazardous wastes, and solid wastes. The major environmental impacts from integrated steel mills are from coking and iron-making. Moreover, reducing CO<sub>2</sub> emissions in steelmaking must be tackled on a global level. Making the substantial CO<sub>2</sub> reductions required will need technology transfer, collaboration and breakthrough technologies.

### **Mitigation Plan**

Climate change is the biggest issue for the steel industry in the 21st century and GPH Ispat Limited always feels the importance of environmental issues. In this connection, we set out an Effluent Treatment Plant (ETP) system to make pollution free environment. We also installed an Air Separation Plant (ASP) based on latest technology and international standard for our expansion plant. There would be water treatment facilities with no effluent and Zero discharge technology. It means that waste water would not come out from the plant and all waste water would be recycled inside the plant. As a result, the natural environment would not be affected. Moreover, in order to drastically reduce the overall CO<sub>2</sub> emissions from the production of steel, the development of breakthrough technologies is crucial. At present, a large number of promising projects are ongoing in different parts of the world. We have installed the State-of-the-Art technology for our expansion project. By using this technology, carbon emission will be less than the World Bank's prescribed limit and the Bangladesh Standard's recommended limit.

**ANNEXURE –E****[As per condition No. 1(5)(xxiii)]****The pattern of Shareholding as on 30 June, 2021**

Name	Status/Position	No of Shares	% of Shareholding
<b>(a) Parent or Subsidiary or Associate Companies and other related parties:</b>		Nil	-
<b>(b) Directors, CEO, CS, CFO, Head of Internal Audit and Compliance and their spouses and minor children:</b>			
Mr. Md. Alamgir Kabir	Chairman	19,105,906	4.81%
Mr. Mohammed Jahangir Alam	Managing Director	93,625,815	23.58%
Mr. Mohammed Almas Shimul	Additional Managing Director	42,988,288	10.83%
Mr. Mohammad Ashrafuzzaman	Director	11,913,176	3.00%
Mr. Md. Abdul Ahad	Director	9,530,541	2.40%
Mr. Md. Azizul Haque	Director	7,942,117	2.00%
Mr. Md. Abdur Rouf	Sponsor (Deceased)	11,913,176	3.00%
Mr. Mohammad Abdul Malek	Independent Director	-	-
Mr. Mukhtar Ahmed	Independent Director	-	-
Mr. Abu Bakar Siddique, FCMA	Executive Director-Group & Company Secretary	-	-
Mr. H. M. Ashraf-Uz-Zaman, FCA	Chief Financial Officer	-	-
Mr. Mohammed Atiqur Rahman Chowdhury	Head of Internal Audit and Compliance	-	-
Mrs. Masuma Begum	W/O Mr. Mohammed Jahangir Alam	8,489,250	2.14%
Mrs. Sadman Syka Sefa	D/O Mr. Mohammed Jahangir Alam	14,856,187	3.74%
Mr. Salehin Musfique Sadaf	S/O Mr. Mohammed Jahangir Alam	8,489,250	2.14%
Ms. Raisa Kabir	D/O Mr. Md. Alamgir Kabir	3,183,468	0.80%
Mr. Solaiman Kabir	S/O Mr. Md. Alamgir Kabir	2,419,436	0.61%
Mrs. Farjana Sharmin Muktha	W/O Mr. Mohammed Almas Shimul	6,239,598	1.57%
Mrs. Mamtaz Begum	W/O Mr. Md. Abdur Rouf	3,529,830	0.89%
Mrs. Amina Khanom Roni	W/O Mr. Mohammad Ashrafuzzaman	3,529,830	0.89%
Mrs. Israt Jahan Najnin	W/O Mr. Md. Abdul Ahad	2,823,863	0.71%
<b>(c) Executives:</b>			
Engr. Madani M. Imtiaz Hossain	Executive Director (Plant)	-	-
Mr. Kamrul Islam, FCA	Executive Director (Finance and Business Development)	46,630	0.01%
Mr. Shobhon Mahbub Shahabuddin (Raj)	Executive Director (Marketing and Sales)	-	-
Engr. A S M Shumon, Ph.D	Head of Plant	-	-
Ms. Sharmin Sultan	Chief People Officer (Human Resources)	-	-
<b>(d) Shareholders holding 10% or more voting interest in the Company:</b>			
Mr. Mohammed Jahangir Alam	Managing Director	93,625,815	23.58%
Mr. Mohammed Almas Shimul	Additional Managing Director	42,988,288	10.83%

**Shareholding Position as on June 30, 2021 are as follows:**

Directors/Sponsors	Government	Institute	Foreign	Public
49.61%	-	16.88%	-	33.51%

**ANNEXURE-F****[As per condition No. 1(5)(xxv)]****Management's Discussion and Analysis**

Pursuant to the condition No. 1(5)(xxv) of the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission, the Management Discussion and Analysis for the year ended 30 June, 2021 presenting the Company's position and operations along with a brief discussion of changes in the financial statements, among others, focusing on as follows:

**a) Accounting policies and estimation for preparation of financial statements:**

The financial statements of GPH Ispat Limited have been prepared in accordance with International Financial Reporting Standards (IFRS), the Companies Act 1994, the Securities and Exchange Rules 1987, relevant guidelines issued by the Bangladesh Securities and Exchange Commission, Financial Reporting Act, 2015 and other applicable laws in Bangladesh. Detail of the accounting policies and estimation applied for preparation of the financial statements of the Company are disclosed in the Notes 2 and 3 of the financial statements, **page number 100.**

**b) Changes in accounting policies and estimation:**

GPH Ispat Limited has been applied consistent policies and estimation for preparation of the financial statements and there was no major change in accounting policies and estimation which has material impact on financial statements of the Company.

**c) Comparative analysis of financial performance or results and financial position as well as cash flows for current financial year with immediate preceding five years:**

Major areas of financial performance, financial position as well as cash flows for current financial year with immediate preceding five years were tabulated in the Director Reports **page number 50.**

**d) Comparison of financial performance and financial position as well as cash flows with the peer industry scenario:**

There are a number of steel manufacturing companies in Bangladesh, but only a few companies namely BSRM Steels Limited, BSRM Limited, RSRM Limited and S.S. Steel Limited are listed with the Stock Exchanges. A comparison of peer industry financial performance and financial position as well as cash flows for the year ended June 30, 2021 compared with GPH Ispat Limited are tabulated below:

Particulars	GPH Ispat Ltd.	BSRM Steels Ltd	BSRM Ltd.	RSRM Ltd.	S.S. Steel Ltd.
	Taka	Taka	Taka	Taka	Taka
Earnings per Share (EPS)	4.18	8.10	18.96	(3.75)	2.31
Net Asset Value (NAV) per Share	29.86	62.38	127.56	44.94	23.58
Net Operating Cash Flow per Share	(4.05)	20.87	29.28	(0.27)	2.01

**e) Financial and Economic Scenario of the Country and the Globe:**

Bangladesh has made remarkable progress in poverty reduction, supported by sustained economic growth. It has been among the fastest growing economies in the world over the past decade. Despite significant socioeconomic development over the past decade, Bangladesh still faces huge infrastructure and skills deficits. Moreover, the COVID-19 pandemic impacted the economy of Bangladesh profoundly. The pandemic may also have long term economic implications which caused GDP growth decelerated, poverty increased and heightened financial sector vulnerabilities. The Government should adjust program priorities to overcome the COVID-19 pandemic and challenges related to health and social protection and food security. Resolving longer term structural challenges could accelerate the post-COVID-19 recovery. Reform priorities include a diversification of exports beyond the RMG sector, deepening the financial sector, and strengthening public governance. Addressing infrastructure gaps would accelerate growth and reduce spatial disparities in opportunities across regions and within cities. Human capital development remains a priority as well. While Bangladesh's ranking on the Human Capital Index is higher than the South Asian average, it is below the levels observed in comparator countries. With the right policies and timely action, Bangladesh can accelerate its recovery from the economic downturn and continue to progress towards upper-middle income status.

Bangladesh is one of the world's fastest growing economy. The size of the economy of Bangladesh has been growing year by year. In recent year the rate of GDP growth has been hovering around 7-8 percent per annum and per capita income has increased to USD 2,227 from USD 2,064. The long-term continuous efforts increase the GDP growth, per capita income, export earnings, remittance, foreign exchange reserves etc. The steel industry of Bangladesh is one of the emerging industries and has been contributing significantly in the national infrastructure and economic development. Though the history of Steel Industry is not older one but it can make a glorious future.

The global economic outlook remains subject to significant downside risks, including the possibility of additional COVID-19 waves and financial stress amid high emerging market and developing economies (EMDE) debt levels. Policy makers will need to balance the need to support the recovery while safeguarding price stability and fiscal sustainability and to continue efforts toward promoting growth-enhancing reforms. The world economy is experiencing an exceptionally strong but highly uneven recovery. Global economic growth is set to reach 5.6 percent in 2021, its strongest post-recession pace in 80 years in part underpinned by steady but highly unequal vaccine access. Growth is concentrated in a few major economies, with most emerging market and developing economies (EMDEs) lagging behind, while about 90 percent of advanced economies are expected to regain their pre-pandemic per capita income levels by 2022, only about one-third of EMDEs are expected to do so. Policy makers can also help entrench a lasting recovery by undertaking growth enhancing reforms and steering their economies onto a green, resilient, and inclusive development path.

**f) Risks and concerns issues related to the financial statements, explaining such risk and concerns mitigation plan of the company;**

GPH Ispat Limited has exposure to the Financial Risk, Credit Risk, Liquidity Risk and Market Risk arising from the financial statements. The detail explanation of risk and concerns are explained in the Note **No. 42 and page number 141** of the annual audited financial statements. Moreover, GPH Ispat Limited having sufficient and effective measures/controls to mitigate the risk and concerns. A detailed report on risks and concerns mitigation plan are discussed in **Annexure-D, Page 77**.

**g) Future plan for company's operation, performance and financial position:**

The Management of GPH Ispat Limited always concentrate on to reduce the operational costs through the adoption of new processes with low environmental impact plants with higher flexibility and higher level of automation for ever increasing competitiveness and better customer service. We also focusing on the strategy of increasing the market share by enhancing products sell, exploring new markets locally and internationally and enhancing the customer relationship. The Management is also very sincere in adoption of necessary feasible plans and strategy in respect of operations, performance, financial and sustainability for its foreseeable future. As Bangladesh is moving forward for middle income country, GPH Ispat wants to take strong participation to achieve this goal. In this regard, there is no scope of compromise with the quality of products for the sustainability of any infrastructure development of the country.

It goes without saying that there were no heavy industrial products like MS products in the country's export basket. As GPH Ispat is manufacturing mild steel products using the latest Quantum Electric Arc Furnace technology in its plant and has created an opportunity by exporting its product of MS Billet to the People's Republic of China. It has also a prospects of exporting billets amounting USD 250 million per annum in the coming years to the United States and Europe in the future. But without the government's support it would not be possible to export such products as the global steel market is highly competitive. Moreover, we are losing competitiveness in the global market as we have to pay two-time freight charges, one for raw material imports and another for exports. We also have to spend on creating openings with the global market, not having much familiarity with Bangladesh products. In this situation, GPH Ispat has sought cash assistance from the government against the MS product exports to exploit the export potential. This cash support is needed to expand the export market, which will help to ensure a proper use of production capacity. It is mentionable that GPH Ispat manufactures construction steel with the world's purest and cleanest quantum technology, which is in great demand in the international market.



**Mohammed Jahangir Alam**  
Managing Director



**ANNEXURE-G**

[As per Directive No. BSEC/CMRRCD/2021-386/03, Dated, 14 January, 2021]

**Summary of Unpaid or Unclaimed Dividend**

As on 30 June, 2021

Sl. No.	Dividend Year	Amount
1.	Unpaid or Unclaimed Dividend 2011-12	511,800.00
2.	Unpaid or Unclaimed Dividend 2012-13	519,180.00
3.	Unpaid or Unclaimed Dividend 2013-14	775,745.10
4.	Unpaid or Unclaimed Dividend 2014-15	538,168.21
5.	Unpaid or Unclaimed Dividend 2015-16	909,415.92
6.	Unpaid or Unclaimed Dividend 2016-17	506,371.43
7.	Unpaid or Unclaimed Dividend 2017-18	9,827.34
8.	Unpaid or Unclaimed Dividend 2018-19	579,473.88
9.	Unpaid or Unclaimed Dividend 2019-20	604,082.03
<b>Total</b>		<b>4,954,063.91</b>

**Note:** The details of the Unpaid or Unclaimed Dividend has been uploaded in the website of the Company at <https://www.gphispac.com.bd/UnpaidDividentList/>

## **AUDIT COMMITTEE REPORT**

For the year ended on June 30, 2021

### **The Audit Committee:**

The Audit Committee of GPH Ispat Limited is a sub-committee of the Board and formed as per the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission. The Committee assists the Board in ensuring that the financial statements reflect true and fair view of the state of affairs of the company and in ensuring a good monitoring system within the business. As per the Terms of Reference, the Committee also plays a key role in ensuring the governance of the Company mentioned in the Corporate Governance Code.

### **Composition and Meeting of the Audit Committee:**

The Audit Committee of GPH Ispat Limited comprises of two Non-Executive Directors and one Independent Director. The Committee consists of the following persons:

- Mr. Mukhtar Ahmed – Chairman
- Mr. Mohammed Almas Shimul – Member
- Mr. Mohammad Ashrafuzzaman – Member
- Mr. Abu Bakar Siddique, FCMA – Secretary

The Audit Committee has conducted four meetings during the year 2020-21 to perform various activities in order to meet the regulatory requirements. The Independent Director, Mr. Mukhtar Ahmed acted as Chairman of the Committee. As per the regulatory guidelines, Mr. Abu Bakar Siddique FCMA, the Company Secretary acted as the Secretary to the Audit Committee. The members of the Committee attended all four meetings of the Audit Committee. Moreover, Mr. Kamrul Islam FCA, Executive Director-Finance and Business Development and Mr. H. M. Ashraf-Uz-Zaman FCA, Chief Financial Officer also attended all four meetings on invitation of Chairman of the Audit Committee.

### **Major Activities of the Audit Committee during the Reporting Period:**

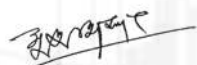
As per the Corporate Governance Code and the Terms of Reference, the Audit Committee carried out the following activities during the Year 2020-21:

- a) Reviewed along with the management and recommended the quarterly financial statements for the quarter end and annual financial statements for the year ended 30 June 2021 to Board for approval;
- b) Oversee the financial reporting process and monitored the accounting policies and principles;
- c) Monitored the Internal Audit and Compliance process to ensure that it is adequately resourced, including approval of the Internal Audit and Compliance Plan and review of the Internal Audit and Compliance Report;
- d) Oversee the hiring and performance of external auditors;
- e) Hold meeting with the statutory auditors for review of the annual financial statements before submission to the board for approval;
- f) Reviewed the adequacy of internal audit function;
- g) Reviewed the management discussion and analysis before disclosing in the Annual Report 2020-21;
- h) Reviewed the statement of all related party transactions submitted by the management for the year ended 30 June 2021;
- i) Reviewed the management letter or letter of internal control weakness issued by statutory auditors; and
- j) Oversee the determination of audit fees based on scope and magnitude, level of expertise deployed and time required for effective audit and evaluate the performance of external auditors.

The Audit Committee also found the adequate arrangement to present a true and fair view of the financial statements that reflects state of affairs of the company and in ensuring a good monitoring system within the business.

### **Acknowledgement:**

The Audit Committee would like to express its heartfelt thanks to the members of the Board, key management executives, internal audit division and all other employees for their utmost cooperation and dedication to discharge of responsibilities in the accounting year 2020-21.



**Mukhtar Ahmed**  
Chairman  
Audit Committee

## NOMINATION AND REMUNERATION COMMITTEE REPORT

For the year ended on June 30, 2021

### The Nomination and Remuneration Committee (NRC):

The Nomination and Remuneration Committee of GPH Ispat Limited is a sub-committee of the Board and formed as per the Corporate Governance Code issued by the Bangladesh Securities and Exchange Commission. The Nomination and Remuneration Committee (NRC) assists the Board broadly in formulation of policy with regard to determining Qualifications, positive attributes, experiences, remuneration mainly for directors and top-level Executives of the company.

### Composition and Meeting of the NRC:

The Nomination and Remuneration Committee of GPH Ispat Limited comprises of two Non-Executive Directors and one Independent Director. The Committee consists of the following persons:

- Mr. Mohammad Abdul Malek – Chairman
- Mr. Mohammed Almas Shimul – Member
- Mr. Md. Abdul Ahad – Member
- Mr. Abu Bakar Siddique – Secretary

The Nomination and Remuneration Committee is independent and responsible or accountable to the Board and to the shareholders of GPH Ispat Limited. During the year 2020-21, the NRC has conducted one meeting to perform various activities in order to meet the regulatory requirements. The Independent Director, Mr. Mohammad Abdul Malek acted as Chairman of the Committee and as per the regulatory guidelines, Mr. Abu Bakar Siddique FCMA, the Company Secretary acted as the Secretary to the NRC.

### Role and Responsibility of the NRC:

The Nomination and Remuneration Committee has performed its duties as per the Terms of Reference which was formulated in accordance with the Corporate Governance guidelines of BSEC. The major responsibilities of the NRC are as follows:

- a) Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend a policy to the Board, relating to the remuneration of the directors and top-level executives;
- b) Devising a policy on Board's diversity taking into consideration age, gender, experience, ethnicity, educational background and nationality;
- c) Identifying persons who are qualified to become directors and who may be appointed in top level executive position in accordance with the criteria laid down, and recommend their appointment and removal from the board;
- d) Formulating the criteria for evaluation of performance of Independent Directors and the Board;
- e) Identify the company's needs for employees at different levels and determine their selection, transfer or replacement and promotion criteria;
- f) Developing, recommending and reviewing annually the company's human resources and training policies;

### Nomination Policy of the Directors:

The sustainability of the Company depends upon the quality of its Directors. The NRC is responsible to ensure that the procedures for appointing new Directors are transparent and appropriate. The Board places great emphasis on ensuring its membership reflecting diversity in broader sense. A combination of age, gender, experience, ethnicity, educational background, nationality and other relevant personal attributes in the Board is important in providing a range of perspectives, insights and challenges needed to support right decision making.

### Selection Policy of the Top-level Executives:

The performance of the company depends upon the quality of its top-level executives. So, recruitment and selection of top-level executives is an important fact. The recruitment process for top-level-executives shall be transparent, non-discriminatory, diversified and in alignment with the Code of conduct. The recruitment processes for top-level executives identify candidates with the most suitable skills, knowledge, experiences and personal values. The recruitment standards also support GPH Ispat's reputation as an attractive employer.

### Evaluation Criteria of the Directors:

The NRC is responsible for ensuring the effectiveness of the Board. The Board shall carry out an evaluation once a year of its work, functions, performance as well as monitoring of internal control over financial reporting and provide reasonable assurance that the assets are safeguarded, transactions are authorized and properly recorded. The evaluation process is led by the Chair of the Board. Each Director is required to complete a confidential pre-set questionnaire. The evaluation includes a review of the administration of the board and its committees covering their operations, agenda, reports, and information produced for consideration, and relationship with management.

### Remuneration Policy for the Directors and Top-level Executives:

The respective Directors whose are directly engaged with the operational activities of the company are eligible for monthly remuneration along with traveling facilities. Moreover, each Director shall receive remuneration recommended by NRC and approved by the Board of Directors for attending every Board Meeting along with travelling facility for travelling to and returning from Board Meetings.

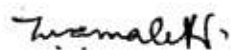
On the other hand, the structure, scale and composition of remuneration is reasonable and sufficient to attract, retain and motivate suitable top-level executives and other employees to run the company efficiently and successfully. The context of packages, including remuneration monthly, yearly and in the long run for all the employees are categorically laid down and meets the appropriate performance benchmarks. Moreover, the objective of GPH Ispat's remuneration policy is to secure that reward for the top-level executives shall contribute to attracting, engaging and retaining the right person at right place to deliver sustainable value for shareholders in accordance with the GPH behavior.

### Activities of the Nomination and Remuneration Committee during the reporting period:

- a) Reviewed the setup of organization and reporting line of the Directors and top-level executives.
- b) Reviewed the criteria for determining qualifications, positive attributes of the top-level executives;
- c) Reviewed the standard of manpower planning for each and every position.
- d) Reviewed the standard of pay structure for each job level based on qualification, experience and competency.
- e) Reviewed the employee benefit policy to attract the job seekers and retain internal talents.
- f) Reviewed the extensive training and development plan for the employees.
- g) Reviewed the recruitment and selection process where competent candidates get hired.

### Acknowledgement:

The Nomination and Remuneration Committee would like to express its heartfelt thanks to the members of the Board, key management executives and all other employees for their utmost cooperation with the Committee during the year 2020-21.



**Mohammad Abdul Malek**

Chairman

Nomination and Remuneration Committee



## DIVIDEND DISTRIBUTION POLICY OF GPH ISPAT LIMITED

### 1. OBJECTIVE:

The objective of Dividend Distribution Policy is to ensure the right balance between the amount of Dividend paid and amount of profits retained in the business for various purposes. Towards this end, the Policy lays down parameters to be considered by the Board of Directors of the Company before recommending or declaring dividend to its shareholders from time to time.

### 2. PHILOSOPHY:

The philosophy of the Company is to maximize the shareholders' wealth in the Company through business decision and performance. The Company believes that driving growth creates maximum shareholders' value. Thus, the Company shall consider the investors' expectations, market scenario and impacts of dividend policy on market capitalization to distribute the profits/retain earnings in the form of dividend to the shareholders.

### 3. REGULATORY FRAMEWORK:

The policy is framed in compliance with the Bangladesh Securities and Exchange Commission's Directive No. BSEC/ CMRRCD/ 2021-386/ 03, dated 14 January, 2021 and Dhaka Stock Exchange and Chittagong Stock Exchange (Listing) Regulations, 2015.

### 4. AUTHORITY:

Dividends will be recommended by the Board of Directors of GPH Ispat Limited and approved by the shareholders in the Annual General Meeting.

### 5. FORMS OF DIVIDENDS; INTERIM DIVIDEND, FINAL OR SPECIAL:

The Board will recommend cash/stock or both dividend once a year as final dividend, after the announcement of the full year results and before the Annual General Meeting (AGM) of the shareholders, as may be permitted by the Companies Act, 1994. The Board may also recommend interim dividends subject to Company's periodic business performance and as may be permitted by the Companies Act, 1994.

### 6. PARAMETERS FOR DECLARATION OR RECOMMENDATION OF DIVIDEND:

The Board of Directors of the Company would consider the following parameters for declaration or recommendation of Dividend:

#### a) Financial Parameters/Internal Factors:

- Financial performance of the Company for the period for which dividend is declared or recommended;
- Working capital requirements;
- Capital expenditure requirements;
- Resources required to fund acquisitions and/or new businesses;
- Cash flow required to meet contingencies;
- Outstanding borrowings;
- The ratio of debt to equity;
- Cost of raising funds from alternate sources of capital;
- Past dividend trends.

#### b) Statutory and Regulatory Compliance/External Factors:

- Prevailing legal requirements, regulatory conditions or restrictions laid down under the applicable laws including tax laws;
- Economic environment;
- Dividend pay-out ratios of companies in the same industry;
- Shareholder expectations.

#### c) Circumstances under which the Shareholders may or may not expect Dividend:

In case of adverse business performance of the Company, the Board of Directors can take decision to recommend 0 (zero) dividend for a particular period/year. Moreover, the shareholders of the Company may not expect Dividend under the following circumstances:

- Whenever it undertakes or proposes to undertake a significant expansion project requiring higher allocation of capital;
- Significantly higher working capital requirements adversely impacting free cash flow;
- Whenever it undertakes any acquisitions or joint ventures requiring significant allocation of capital;
- If the eligibility criteria for recommendation of dividend have not been met by the Company, including any regulatory restriction placed on the Company on declaration of dividend or if the Board strongly believes the need to conserve capital for growth or other exigencies.

## **d) Utilization of Retained Earnings:**

The Board of Directors of the company may recommend dividend out of the profits of the Company for the year or out of the profits for any previous years or out of the free reserves available for distribution of Dividend, after having due regard to the parameters laid down in this Policy.

## **e) Parameters adopted with regard to various classes of shares:**

Currently, the Company has no any other class of shares (including shares with differential voting rights/preference shares) other than equity shares having face value Taka 10 (Ten) each. In the absence of any other class of shares and/or shares with differential voting rights, the entire distributable profit for the purpose of declaration of dividend is considered for the equity shareholders. As and when the Company issues other kind of shares, the Board of Directors may suitably amend this Policy. Therefore, dividend declared will be distributed amongst all shareholders, based on their shareholding on the record date.

## **7. DIVIDEND RECOMMENDATION PROCEDURE:**

The Board of Directors of GPH Ispat Limited works for the best interest of the shareholders and the Board always takes decision regarding dividend recommendation on the basis of performance and strategic planning of the company. The Board has also established a long-term and sustainable dividend policy considering the followings that allows the shareholders to make an enlightened investment decision.

- a) The agenda of the Board of Directors where Dividend declaration or recommendation is proposed shall contain the rationale of the proposal;
- b) In consultation with the Chief Financial Officer (CFO), the Managing Director (MD) or Chief Executive Officer (CEO) of the Company shall recommend any amount to be declared/recommended as Dividend to the Board of Directors of the Company;
- c) Pursuant to the provisions of applicable laws and this Policy, interim Dividend approved by the Board of Directors will be confirmed by the shareholders and final Dividend, if any, recommended by the Board of Directors, will be subject to shareholders' approval, at the ensuing Annual General Meeting of the Company;
- d) The Company shall ensure compliance of provisions of applicable laws and this policy in relation to Dividend declared by the Company.

## **8. DIVIDEND DISTRIBUTION PROCEDURE:**

- a) The Company shall pay off the dividend (cash/stock) to the entitled shareholders within 30 days of declaration or approval or record date as the case may be;
- b) The Company shall pay off the cash dividend directly to the bank account of the entitled shareholder as available in the BO account maintained with the depository participant (DP), or the bank account as provided by the shareholder in paper form, through Bangladesh Electronic Funds Transfer Network (BEFTN) or through bank transfer or any electronic payment system as recognized by the Bangladesh Bank, if not possible through BEFTN;
- c) Cash Dividend of the margin client of stock broker or merchant banker or portfolio manager shall pay off to the Consolidated Customer's Bank Account (CCBA) of the stock broker or to the separate bank account of the merchant banker or portfolio manager through BEFTN;
- d) In case of non-availability of bank account information or not possible to distribute cash dividend through BEFTN or any electronic payment system, shall issue cash dividend warrant and shall send it by post to the shareholder;
- e) The Company shall credit the stock dividend to the BO account or issue the bonus share certificate of the entitled shareholder;
- f) Company shall follow the directives/circulars in force of the securities regulator, related to dividend distribution from time to time.

## **9. AMENDMENTS/MODIFICATIONS:**

The Board of Directors may amend, abrogate, modify or revise any or all provisions of this Policy at any time according to the business necessity and in compliance with the Bangladesh Securities and Exchange Commission guidelines as may be issued or such other regulatory authority from time to time. However, amendments in the act or the regulatory guidelines shall be binding even if not incorporated in this policy.

## **10. EFFECTIVE DATE:**

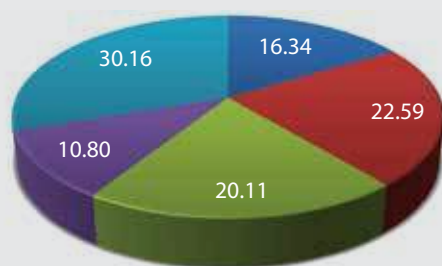
This Policy has been approved by the Board of Directors of the Company at its meeting and would be effective and applicable for dividend, if any, declared for the Financial Year 2020-21 onwards.

## **11. DISCLOSURE OF POLICY:**

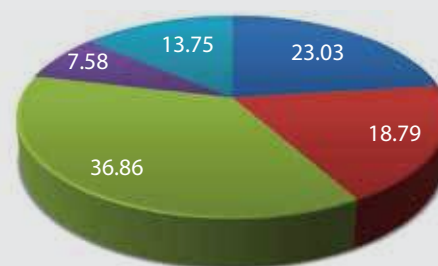
The Dividend Distribution Policy will be available in the Company's website ([www.gphispat.com.bd](http://www.gphispat.com.bd)) and will also be disclosed in the Company's Annual Report.

## VALUE ADDED STATEMENT

	01 July 2020 to 30 June 2021	%	01 July 2019 to 30 June 2020	%
	Taka		Taka	
<b>Value Added:</b>				
Revenue	28,949,127,644		9,716,508,479	
Other Income	122,810,312		100,406,450	
	<b>29,071,937,956</b>		<b>9,816,914,929</b>	
Less: Cost of materials & services	23,565,272,007		7,640,086,168	
	<b>5,506,665,949</b>		<b>2,176,828,761</b>	
<b>Distribution:</b>				
Employee Cost	899,542,904	16.34	501,256,196	23.03
Government	1,244,044,227	22.59	408,985,067	18.79
Bank	1,107,221,206	20.11	802,272,214	36.86
	<b>3,250,808,337</b>	<b>59.03</b>	<b>1,712,513,477</b>	<b>78.67</b>
<b>Retained for re-investment &amp; future growth:</b>				
Depreciation	594,964,183	10.80	164,897,728	7.58
Retained Earnings	1,660,893,429	30.16	299,417,556	13.75
	<b>2,255,857,612</b>	<b>40.97</b>	<b>464,315,284</b>	<b>21.33</b>
	<b>5,506,665,949</b>	<b>100.00</b>	<b>2,176,828,761</b>	<b>100.00</b>



1. Employee Cost
2. Government
3. Bank
4. Depreciation
5. Retained Earnings





# **GPH ISPAT LIMITED** **INDEPENDENT AUDITORS' REPORT AND** **FINANCIAL STATEMENTS**

AS AT AND FOR THE YEAR ENDED 30 JUNE 2021



## INDEPENDENT AUDITORS' REPORT

to the Shareholders of  
**GPH ISPAT LIMITED**

### Opinion

We have audited the accompanying financial statements of **GPH Ispat Limited** (the Company), which comprise the Statement of Financial Position as at 30 June 2021, the Statement of Profit or loss and Other Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows for the period from 1 July 2020 to 30 June 2021, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to explanations given to us, the accompanying financial statements, prepared in accordance with International Financial Reporting Standards (IFRSs), give a true and fair view of the financial position of the company as at 30 June 2021 and of its financial performance and cash flows for the period from 1 July 2020 to 30 June 2021 and comply with the Companies Act, 1994, the Securities and Exchange Rules, 1987 and other applicable laws and regulations.

### Basis of opinion

We conducted our audit in accordance with International Standard on Auditing (ISAs) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB). Our responsibilities under those standards are further described in "Auditors responsibilities for the audit of the financial statements" section of our report.

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) that are relevant to our audit of the financial statements in Bangladesh and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### Key Audit Matters

Key audit matters are those matters that, in the auditors' professional judgment, were of most significance in the audit of the financial statements for the year ended 30 June 2021. These matters, and any comments we make on the results of our procedures thereon, were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.



SL	Key Audit Matter	How our audit addressed the key audit matter
1.	<b>Valuation of Inventories</b>  <p>The Company has closing inventory BDT 10,065 million. Inventory is carried in the financial statements at the lower of cost and net realisable value. The exercise for the assessment of the net realisable value involves the use of judgement and assumptions that may vary depending on technological and socio-economical conditions and is therefore considered a significant key audit matter. Please refer to note 3.07 and 11 to the financial statements.</p>	<ul style="list-style-type: none"> <li>• Verified a sample of inventory items to ensure that costs have been appropriately recorded.</li> <li>• Tested on a sample basis the net realisable value by comparing costs to recent selling prices and assessing the reasonableness of any resulting write down of inventory items.</li> <li>• Assessed whether appropriate provisions have been recognised for aged, damaged, slow moving or obsolete inventories by reviewing the age of inventories held and evaluating management's basis for determining the usability of inventories.</li> <li>• Performed cut-off tests to determine that the purchases and sales of the inventories have been captured in the correct accounting period.</li> <li>• Reviewed the historical accuracy of inventory provisions and the level of write-downs.</li> </ul>
2.	<b>Revenue Recognition</b>  <p>Appropriateness of revenue recognition and disclosures</p> <p>Revenue recognition has significant and wide influence on financial statements.</p> <p>As described in the accounting policy note 3.15 to the financial statements, the company recognises revenue upon transfer of control as per IFRS 15 – Revenue from Contracts with Customers. The company has reported total revenue of BDT 28,166 million. Refer to note 22 to the financial statements.</p> <p>This material item is subject to considerable inherent risk due to the complexity and identifying revenue and the high number of transactions from multiple locations from which revenue is being recognised. Against this background, the proper application of the accounting standards is considered to be complex and assumptions made by management.</p>	<b>How our audit addressed the key audit matter</b>  <ul style="list-style-type: none"> <li>• Assessed the environment of the measurement as well as other relevant systems supporting the accounting of revenue.</li> <li>• Assessed manual as well as application controls supporting revenue recognition.</li> <li>• Assessed the invoicing and measurement systems up to entries in the general ledger.</li> <li>• Examined customer invoices and receipts of payment on a test basis.</li> <li>• Tested the revenue charging model against the regulatory guidelines, contractual provisions and accounting standards, on a sample basis.</li> </ul>



3	Valuation of Property, plant and equipment	How our audit addressed the key audit matter
	<p>The Board of Directors of the company appointed "Ahmed Zaker &amp; Co., Chartered Accountants" as independent external valuator to conduct the valuation of "Land and land development, plant and machinery and factory building" of the Company as of 31 March 2021.</p> <p>The valuation has been conducted using the fair market value method as this is most commonly and appropriate for valuation of such class of assets. After having completed all the tasks, fair market value of land and land development, plant and machinery and factory building owned by the Company as of 31 March 2021 has been estimated BDT at 7,710,344,986 resulting in net revaluation gain of BDT 4,330,383,105.</p> <p>Due to the high level of judgement involved in estimating the fair value of land and land development, plant and machinery and factory building and significant carrying amount of the asset and liabilities associated with revaluation of land and land development, plant and machinery and factory building we considered this to be a key audit matter.</p> <p>Please refer to note 4.00 to the financial statements.</p>	<p>Our audit procedures in this area included among others:</p> <ul style="list-style-type: none"> <li>● Assessment and discussion of management's process for the valuation exercise and appointment of the external valuer. We also assessed the competence, independence and integrity of the external valuers.</li> <li>● Assessing the methodologies used and the appropriateness of the key assumptions used in valuation based on our knowledge of the industry;</li> <li>● Checking, on a sample basis, the accuracy and relevance of the input data used; and</li> <li>● Reviewing the disclosures included in the notes to the financial statements.</li> </ul>

### Reporting on other information

Management is responsible for the other information. The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. Our opinion on the financial statements of the Company does not cover the other information and, accordingly, we do not express any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements of the Company or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. Based on the information read and reviewed, we have nothing to report in this regard.

### Responsibilities of management and those charged with governance for the financial statements

Management is responsible for the preparation and fair presentation of these financial statements of the Company in accordance with International Financial Reporting Standards (IFRSs), the Companies Act, 1994, the Securities and Exchange Rules, 1987 and other applicable laws and regulations and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.



Those charged with governance are responsible for overseeing the Company's financial reporting process.

### **Auditors' responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- (a) identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- (b) obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- (c) evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- (d) conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- (e) evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- (f) obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the Company audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We communicate with those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.





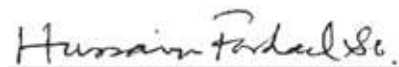
We determine those matters, from the matters communicated with those charged with governance, that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### Report on other legal and regulatory requirements

In accordance with the Companies Act 1994 and the Securities and Exchange Rules, 1987, we also report the following;

- i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit and made due verification thereof;
- ii) in our opinion, proper books of account as required by law have been kept by the Company so far as it appeared from our examination of these books;
- iii) the statement of financial position and statement of profit or loss and other comprehensive income dealt with by the report are in agreement with the books of account and returns and;
- iv) the expenditure incurred was for the purposes of the Company's business.

Chattogram, 08 November 2021



**Hussain Farhad & Co.**

*Chartered Accountants*

Signed by:

**Sarwar Uddin FCA (779)**

Partner



**GPH ISPAT LIMITED**  
**Statement of Financial Position**

As at 30 June 2021

		30 June 2021	30 June 2020
	Note(s)	Taka	Taka
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	4	32,003,543,122	3,043,679,011
Right of use asset	5	155,662,783	59,757,851
Capital work-in-progress	6	1,497,760,003	23,876,898,898
Intangible assets	7	1,500,954	1,010,002
Investments	8	162,549,188	62,344,461
<b>Total non-current assets</b>		<b>33,821,016,050</b>	<b>27,043,690,223</b>
<b>Current assets</b>			
Short term investment	9	1,424,525,049	882,572,314
Advances, deposits and prepayments	10	4,850,622,616	2,396,784,998
Inventories	11	10,065,165,355	7,006,674,104
Trade and other receivables	12	3,367,753,798	2,621,012,146
Cash and cash equivalents	13	130,184,066	38,761,528
<b>Total current assets</b>		<b>19,838,250,884</b>	<b>12,945,805,090</b>
<b>Total Assets</b>		<b>53,659,266,934</b>	<b>39,989,495,313</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	14	3,971,058,910	3,781,960,870
Share premium		1,136,440,000	1,136,440,000
Revaluation Reserve		3,916,698,157	-
Fair value reserve		-	(21,226,941)
Amount to be distributed as dividend	40	-	89,825,267
Retained earnings		2,832,720,460	1,446,359,318
<b>Total Equity</b>		<b>11,856,917,527</b>	<b>6,433,358,514</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Long term loans - non-current portion	15.01	21,577,930,176	20,382,730,690
Finance lease obligations- non-current portion	5	120,081,209	38,460,199
Defined benefit obligation - gratuity	16	50,517,125	41,460,605
Deferred tax liabilities	17	682,592,026	186,228,559
<b>Total non-current liabilities</b>		<b>22,431,120,536</b>	<b>20,648,880,053</b>
<b>Current liabilities</b>			
Long term loans- current portion	15.01	2,283,792,410	306,753,806
Finance lease obligations- current portion	5	33,245,616	11,847,605
Short term loans	18	14,940,744,433	11,697,581,384
Creditors and accruals	19	1,760,281,610	796,182,606
Unclaimed dividend	20	4,954,063	4,401,279
Current tax liability	21	348,210,739	90,490,066
<b>Total current liabilities</b>		<b>19,371,228,871</b>	<b>12,907,256,746</b>
<b>Total liabilities</b>		<b>41,802,349,407</b>	<b>33,556,136,799</b>
<b>Total equity and liabilities</b>		<b>53,659,266,934</b>	<b>39,989,495,313</b>
<b>Net Asset Value (NAV) Per Share</b>	29	<b>29.86</b>	<b>17.01</b>

The annexed notes 1 to 43 form an integral part of these financial statements.

Company Secretary

Director

Signed in terms of our annexed report of same date

Chattogram, 08 November 2021

Managing Director



Hussain Farhad & Co.

Chartered Accountants

Signed by:

Sarwar Uddin FCA (779)

Partner

DVC: 2111080779AS154094

**GPH ISPAT LIMITED**  
**Statement of Profit or Loss and Other Comprehensive Income**  
For the year ended 30 June 2021

		01 July 2020 to 30 June 2021	01 July 2019 to 30 June 2020
	Note(s)	Taka	Taka
<b>Revenue from contracts with customers</b>	22	28,166,462,072	9,406,690,791
Cost of goods sold	23	(23,965,153,963)	(7,852,829,348)
<b>Gross profit</b>		<b>4,201,308,109</b>	<b>1,553,861,443</b>
Administrative expenses	24	(371,716,469)	(214,690,454)
Selling and distribution expenses	25	(611,210,131)	(217,742,135)
<b>Operating profit</b>		<b>3,218,381,509</b>	<b>1,121,428,854</b>
Finance cost	26	(1,107,221,206)	(802,272,214)
Finance income	27	90,849,217	98,570,448
<b>Profit before other income</b>		<b>2,202,009,520</b>	<b>417,727,088</b>
Other income	28	22,923,203	1,836,002
Net change in fair value of investment in quoted shares	8.02	9,037,892	-
<b>Profit before tax and distribution of WPPF and Welfare Fund</b>		<b>2,233,970,615</b>	<b>419,563,090</b>
Contribution to WPPF and Welfare Fund	19.03	(111,698,531)	(20,978,155)
<b>Profit before income tax</b>		<b>2,122,272,084</b>	<b>398,584,935</b>
Income tax expenses			
-Current tax	21	(343,634,665)	(84,721,754)
-Deferred tax	17	(117,743,990)	(14,445,625)
<b>Profit after tax</b>		<b>1,660,893,429</b>	<b>299,417,556</b>
Minimum amount to be distributed as dividend	40	-	89,825,267
Maximum amount can be transferred to retained earnings	40	-	209,592,289
<b>Profit after tax</b>		<b>-</b>	<b>299,417,556</b>
<b>Other comprehensive income</b>			
Revaluation of property, plant and equipment (net of tax)		4,330,383,105	-
Deferred tax on revaluation reserve of property, plant and equipment		(386,509,208)	-
Net change in fair value of investment in quoted shares	8.02	-	(23,692,335)
Deferred tax on unrealised gain/(loss)		-	2,369,233
<b>Total other comprehensive income/(loss)</b>		<b>3,943,873,897</b>	<b>(21,323,102)</b>
<b>Total comprehensive income</b>		<b>5,604,767,326</b>	<b>278,094,454</b>
<b>Earning Per Share (EPS)</b>	30	<b>4.18</b>	<b>0.79</b>

The annexed notes 1 to 43 form an integral part of these financial statements.



**Company Secretary**

**Chattogram, 08 November 2021**



**Director**

Signed in terms of our annexed report of same date



**Managing Director**

*Hussain Farhad & Co.*

**Hussain Farhad & Co.**  
Chartered Accountants  
Signed by:  
**Sarwar Uddin FCA (779)**  
Partner  
DVC: 2111080779AS154094



**GPH ISPAT LIMITED**  
**Statement of Changes in Equity**  
For the year ended 30 June 2021

Particulars	Amount in Taka						
	Share Capital	Share Premium	Revaluation Reserve	Fair value reserve	Amount to be distributed as Dividend	Retained Earnings	Total Equity
<b>Balance as on 01 July 2019</b>	<b>3,601,867,500</b>	<b>1,136,440,000</b>	-	<b>96,161</b>	-	<b>1,596,953,769</b>	<b>6,335,357,430</b>
Bonus share for the year 2018-2019	180,093,370	-	-	-	-	(180,093,370)	-
Cash dividend for the year 2018-2019	-	-	-	-	-	(180,093,370)	(180,093,370)
Change in fair value of investment in quoted shares (net of tax)	-	-	-	(21,323,102)	-	-	(21,323,102)
Minimum amount to be distributed as dividend u/s 16G of ITO 1984	-	-	-	-	89,825,267	-	89,825,267
Net profit after tax	-	-	-	-	-	209,592,289	209,592,289
<b>Balance as at 30 June 2020</b>	<b>3,781,960,870</b>	<b>1,136,440,000</b>	-	<b>(21,226,941)</b>	<b>89,825,267</b>	<b>1,446,359,318</b>	<b>6,433,358,514</b>
<b>Balance as on 01 July 2020</b>	<b>3,781,960,870</b>	<b>1,136,440,000</b>	-	<b>(21,226,941)</b>	<b>89,825,267</b>	<b>1,446,359,318</b>	<b>6,433,358,514</b>
Revaluation Reserve	-	-	3,943,873,897	-	-	-	3,943,873,897
Transfer of difference in depreciation between cost and revalued amount	-	-	(27,175,740)	-	-	35,065,471	7,889,731
Transfer fair value reserve to retained earnings for reclassification of investment in quoted shares	-	-	-	21,226,941	-	(21,226,941)	-
Bonus share for the year 2019-2020	189,098,040	-	-	-	-	(189,098,040)	-
Cash dividend for the year 2019-2020	-	-	-	-	(89,825,267)	(99,272,777)	(189,098,044)
Net profit after tax	-	-	-	-	-	1,660,893,429	1,660,893,429
<b>Balance as at 30 June 2021</b>	<b>3,971,058,910</b>	<b>1,136,440,000</b>	<b>3,916,698,157</b>	-	-	<b>2,832,720,460</b>	<b>11,856,917,527</b>



**Company Secretary**



**Director**



**Managing Director**





**GPH ISPAT LIMITED**  
**Statement of Cash Flows**  
For the year ended 30 June 2021

		01 July 2020 to 30 June 2021	01 July 2019 to 30 June 2020
	Note(s)	Taka	Taka
<b>A. Operating activities</b>			
Receipts from customers against sales		27,687,540,959	9,331,321,533
Receipts against other income		226,886	190,945
Cash Paid to suppliers, operating and other expenses		(28,742,012,446)	(12,149,897,537)
Foreign currency exchange gain/(loss)		29,734,772	(35,225,865)
Income tax paid		(583,485,694)	(209,985,985)
<b>Net cash generated by operating activities</b>	33	<b>(1,607,995,523)</b>	<b>(3,063,596,909)</b>
<b>B. Investing activities</b>			
Acquisition of property, plant and equipment		(2,845,306,294)	(4,419,362,672)
Acquisition of right of use asset		(127,395,280)	-
Acquisition of intangible asset		(720,000)	(250,000)
Proceeds from sale of property, plant and equipment		-	1,400,000
Proceeds from sale of quoted shares		(7,496,771)	-
Investment in private equity		(63,500,000)	-
Dividend received (net of tax)		2,021,002	1,490,368
Interest received from bank deposits and others		51,617,917	75,616,991
Other investments		(502,721,435)	(222,231,331)
<b>Net cash used in investing activities</b>		<b>(3,493,500,861)</b>	<b>(4,563,336,644)</b>
<b>C. Financing activities</b>			
Receipts from long term loans		3,172,238,090	4,370,013,519
Receipt / (Repayment) of finance lease obligation		103,019,021	(615,208,083)
Receipt of short term borrowings		3,243,163,049	4,576,637,529
Dividend paid		(188,545,260)	(180,475,496)
Interest and bank charges paid		(1,136,957,477)	(767,046,210)
<b>Net cash used in financing activities</b>		<b>5,192,917,423</b>	<b>7,383,921,259</b>
<b>D. Net increase in cash and cash equivalents (A+B+C)</b>		<b>91,421,039</b>	<b>(243,012,294)</b>
<b>E. Opening cash and cash equivalents</b>		<b>38,761,528</b>	<b>281,773,961</b>
<b>F. Effect of foreign exchange rate changes</b>		<b>1,499</b>	<b>(139)</b>
<b>G. Closing cash and cash equivalents (D+E+F)</b>		<b>130,184,066</b>	<b>38,761,528</b>
<b>Net operating cash flows (NOCF) per share</b>	31	<b>(4.05)</b>	<b>(8.10)</b>



Company Secretary



Director



Managing Director



**GPH ISPAT LIMITED**  
**Notes to the Financial Statements**  
As at and for the year ended 30 June 2021

**1.00 REPORTING ENTITY**

**1.01 Formation and Legal Status**

GPH Ispat Limited (hereinafter referred to as “GPH” or “the company”) was incorporated in Bangladesh as a Private Limited company on 17 May 2006 at the Office of the Registrar of Joint Stock Companies & Firms, Chittagong vide registration no. CH-5853 of 2006 under the Companies Act 1994. The company, subsequently, was converted into a Public Limited company on 18 December 2009 along with the subdivision of face value of shares from Tk. 100 to Tk. 10 each and enhancement of Authorized Capital from Tk. 2,500,000,000 to Tk. 10,000,000,000.

GPH became listed with Dhaka Stock Exchange Limited and Chittagong Stock Exchange Limited during April 2012. The registered office and principal place of business of the company is located at Crown Chamber, 325 Asadgonj, Chattogram, Bangladesh.

**1.02 Nature of Business**

The principal activities of the company are manufacturing and trading of iron products and steel materials of all kinds (except ferro alloy products) or other metallic or allied materials and marketing thereof. The commercial production of the factory commenced on 21 August 2008.

**2.00 BASIS OF PREPARATION AND PRESENTATION**

**2.01 Statement of Compliance**

The financial statements of the company under reporting have been prepared on a going concern basis following accrual basis of accounting except for statement of cash flows in accordance with the International Accounting Standards (IASs) and International Financial Reporting Standards (IFRSs) as adopted in Bangladesh by the Institute of Chartered Accountants of Bangladesh (ICAB).

**2.02 Basis of Reporting**

The financial statements are prepared and presented for external users by the company in accordance with identified financial reporting framework. Presentation has been made in compliance with the requirements of IAS 1 – “Presentation of Financial Statements”. The financial statements comprise of:

- a) A statement of Financial Position as at 30 June 2021;
- b) A statement of Profit or Loss and Other Comprehensive Income for the year ended 30 June 2021;
- c) A statement of Changes in Equity for the year ended 30 June 2021;
- d) A statement of Cash Flows for the year ended 30 June 2021; and
- e) Notes, comprising a summary of significant accounting policies and explanatory information.

**2.03 Other Regulatory Compliances**

As required, GPH Ispat Limited complies with the following major legal provisions in addition to the Companies Act 1994 and other applicable laws and regulations:

- a) The Income Tax Ordinance 1984
- b) The Income Tax Rules 1984



- c) The Value Added Tax and Supplementary Duty Act 2012
- d) The Value Added Tax Rules and Supplementary Duty 2016
- e) The Securities and Exchange Ordinance 1969
- f) The Securities and Exchange Rules 1987
- g) Securities and Exchange Commission Act, 1993
- h) The Customs Act 1969
- i) Bangladesh Labour Law 2006

#### **2.04 Authorization for Issue**

The financial statements were authorized for issue by the Board of Directors on 28 October 2021.

#### **2.05 Basis of Measurement**

The Financial Statements have been prepared on going concern basis under the historical cost convention except investment in quoted shares which are measured at fair value.

#### **2.06 Functional and Presentation Currency**

The financial statements are expressed in Bangladesh Taka (Taka/Tk.) which is both functional currency and reporting currency of the Company. The figures of financial statements have been rounded off to the nearest Taka except when otherwise indicated.

#### **2.07 Cash Flows Statement**

Statement of Cash Flows is prepared principally in accordance with IAS-7 "Statement of Cash Flows" and the cash flows from operating activities have been presented under direct method. A reconciliation of net income or net profit with cash flows from operating activities making adjustments for non-cash items, for non-operating items and for the net changes in operating accruals as per requirement of Securities and Exchange Rules 1987.

#### **2.08 Going Concern**

The company has adequate resources to continue its operation in foreseeable future. For this reason the directors continue to adopt going concern basis in preparing the financial statements. The current revenue generations and resources of the company provide sufficient fund to meet the present requirements of its existing business and operation.

#### **2.09 Reporting Period**

The financial statements of the company covers one year from 01 July to 30 June and is followed consistently.

#### **2.10 Application of Accounting Standards**

The financial statements have been prepared in compliance with requirement of IASs (International Accounting Standards) and International Financial Reporting Standards (IFRSs) as adopted by the Institute of Chartered Accountants of Bangladesh (ICAB) as applicable in Bangladesh.

#### **2.11 Initial application of new standards**

The entity has initially applied IFRS 16 (see 3.05) from 01 July 2019. This standard do not have a material effect on the financial statements.

Due to the transition methods chosen by the management in applying these standards, comparative information throughout these financial statements has not been restated to reflect the requirements of the new standards.



## 2.12 Use of Estimates and Judgements

The preparation of these financial statements in conformity with IAS and IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an on going basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

- Note: 4 Property, plant and equipment
- Note: 5 Capital work-in-progress
- Note: 7 Intangible assets
- Note: 11 Inventories
- Note: 12 Trade and other receivables
- Note: 16 Defined benefit obligation - gratuity
- Note: 17 Deferred tax liabilities
- Note: 21 Current tax liability

## 2.13 Classification of current and non-current

The Company presents assets and liabilities in the statement of financial position based on current/non-current classification.

### An asset is current when it is:

- Expected to be realised or intended to sold or consumed in the normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period

Or,

- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

### A liability is current when:

- It is expected to be settled in the normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period

Or,

- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The company classifies all other liabilities as non-current

Deferred tax assets and liabilities are classified as non-current assets and liabilities.





## 2.14 Comparative Information and reclassification

Comparative information has been disclosed for all numerical information in the financial statements and also the narrative and descriptive information when it is relevant for understanding of the current period financial statements. To facilitate comparison, certain relevant balances pertaining to the previous period have been rearranged/reclassified wherever considered necessary to conform to current periods presentation.

## 3.00 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The specific accounting policies selected and applied by the company's directors for significant transactions and events that have material effect within the framework of IAS-1 "Presentation of Financial Statements", in preparation and presentation of financial statements have been consistently applied throughout the period and were also consistent with those used in earlier periods.

For a proper understanding of the financial statements, these accounting policies are set out below in one place as prescribed by the IAS-1 "Presentation of Financial Statements". The recommendations of IAS-1 relating to the format of financial statements were also taken into full consideration for fair presentation.

Set out below is an index of the significant accounting policies, the details of which are available on the following:

- 3.01 Consistency
- 3.02 Property, Plant and Equipment
- 3.03 Intangible Assets
- 3.04 Capital Work-in-Progress
- 3.05 Leases
- 3.06 Investment
- 3.07 Inventories
- 3.08 Financial Instruments
- 3.09 Impairment
- 3.10 Share Capital
- 3.11 Employee Benefits
- 3.12 Taxation
- 3.13 Loans and Borrowings
- 3.14 Provisions, Contingent Liabilities and Contingent Assets
- 3.15 Revenue Recognition
- 3.16 Other Income
- 3.17 Finance Income and Cost
- 3.18 Earnings Per Share
- 3.19 Measurement of Fair Values
- 3.20 Events after the Reporting Period

## 3.01 Consistency

Unless otherwise stated, the accounting policies and methods of computation used in preparation of Financial Statements for the year ended 30 June 2021 are consistent with those policies and methods adopted in preparing the financial statements for the year ended 30 June 2020.



### 3.02 Property, Plant and Equipment

#### i) Recognition and Measurement

Property, plant and equipment are stated at cost less accumulated depreciation except land and land development.

Cost includes expenditure that is directly attributable to the acquisition of asset. The cost of self constructed asset includes the cost of material and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use, and the costs of dismantling and removing the items and restoring the site on which they are located.

#### ii) Pre-Operating Expenses and Borrowing Costs

Interest and other incurred by the company in respect of borrowing of fund are recognized as expenses in the year in which they incurred unless the activities that are necessary to prepare the qualifying assets for its intended use are in progress. Expenses capitalized also include applicable borrowing cost considering the requirement of IAS-23 "Borrowing Costs".

#### iii) Subsequent Costs and Maintenance Activities

The company recognizes in the carrying amount of an item of property, plant and equipment, the cost of replacing part of such an item when the cost is incurred, it is probable that the future economic benefits embodied with the item will flow to the company and the cost of the item can be measured reliably. Expenditure incurred after the assets have been put into operation, such as repair and maintenance is normally charged off as revenue expenditure in the year in which it is incurred. In situation where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefit expected to be obtained from the use of property, plant and equipment, the expenditure is capitalized as an additional cost of the assets. All other costs are recognized to the profit and loss account as expenses if incurred. All upgradation /enhancement are generally charged off as revenue expenditure unless they bring similar significant additional benefits.

#### iv) Depreciation

Land is held on a freehold basis and is not depreciated considering the unlimited life. In respect of all other property, plant and equipment, depreciation is recognized in the statement of profit or loss and other comprehensive income on diminishing balance method.

The board has decided to charge depreciation at the rate of 5% on plant and machinery effective from 01 July 2020 on its board of directors meeting held on 27 October 2020.

#### The depreciation rate(s) are as follows:

Class of assets	Rate of Depreciation for the year	
	30 June 2021	30 June 2020
Land & Land development	-	-
Plant and Machinery	5%	10%
Factory Building	5%	5%
Furniture, Fixture and Decoration	10%	10%
Computer and Accessories	20%	20%
Motor Vehicles	10%	10%
Logistic Vehicles	7.50%	7.50%
Electric and Gas Line Installation	5%	5%
Lab Equipment	10%	10%
Office Equipment	20%	20%



Depreciation of an asset begins when it is available for use, i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Depreciation of an asset ceases at earlier of the date that the asset is classified as held for sale in accordance with IFRS 5 and the date that the asset is derecognised. The depreciation method used reflects the pattern in which the asset's economic benefits are consumed by the entity. After considering the useful life of assets as per IAS-16 "Property, plant and equipment", the annual depreciation have been applied equal allocation of total cost over useful life of assets which is considered reasonable by the management.

Depreciation methods and useful lives are reassessed at the reporting date and adjusted if appropriate.

Upon retirement of assets, the cost and related accumulated depreciation are eliminated from the accounts and resulting gain or loss is charged or credited to statement of profit or loss and other comprehensive income.

**Total depreciation is distributed as under:**

<b>Category</b>	<b>Rate</b>
Direct Expenses	90%
Administrative Expenses	5%
Selling and Distribution Expenses	5%

**v) Impairment of Assets**

The company reviews the recoverable amount of its assets at each reporting date. If there exists any indication that the carrying amount of assets exceeds the recoverable amount, the company recognizes such impairment loss in accordance with IAS-36 "Impairment of Assets".

**vi) Retirement and Disposals**

An asset is derecognized on disposal or when no future economic benefits are expected from its use and subsequent disposal. On disposal of property, plant and equipment, the cost and accumulated depreciation are eliminated. Gain or loss arising from the retirement or disposal of an asset is determined as the difference between the net disposal proceeds and the carrying amount of the assets and is recognized as gain or loss from disposal of asset under other income in the statement of profit or loss and other comprehensive income.

**vii) Revaluation of Property, Plant and Equipment**

Land and land development, factory building, plant and machineries were revalued by "Ahmed Zaker & Co., Chartered Accountants" as independent external valuator to conduct the valuation of "Land and land development, plant and machinery and factory building" of the Company as of 31 March 2021. The revalued classes of Property, Plant and Equipment are depreciated over the remaining useful lives. Difference of depreciation between revalued carrying amount and depreciation based on carrying amount as per assets original cost has been transferred from Revaluation Reserve to Retained Earnings as shown in Statement of Changes in Equity.

The valuation has been conducted using the fair market value method as this is most commonly and appropriate for valuation of such class of assets. After having completed all the tasks, fair market value of land and land development, plant and machinery and factory building owned by the Company as of 31 March 2021 has been estimated BDT at 7,719,344,986 resulting in net revaluation gain of BDT 4,330,383,105.

**3.03 Intangible Assets**

**i) Recognition and Measurement**

Intangible assets are measured at cost less accumulated amortization and accumulated impairment loss, if any. Intangible asset is recognized when all the conditions for recognition as per IAS 38 Intangible assets are met. The cost of an intangible asset comprises its purchase price, import duties and non-refundable taxes and any directly attributable cost of preparing the asset for its intended use.



## ii) Amortization

Amortization is recognized in the statement of profit or loss and other comprehensive income on straight line method at the rate of 10% per annum. Amortization is charged on an asset when the asset is available for use i.e. when it is in the location and condition necessary for it to be capable of operating in the manner intended by management. Amortization of an asset ceases at earlier of the date that the asset is classified as held for sale in accordance with IFRS 5 and the date that the asset is derecognised.

## iii) Subsequent Costs

Subsequent cost is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditures are recognized in profit or loss and other comprehensive income as incurred.

### 3.04 Capital Work-in-Progress

Capital work-in-progress represents the cost incurred for acquisition and/or construction of property, plant and equipment that were not ready for use at the end of 30 June 2021 and these are stated at cost.

### 3.05 Leases

At inception of an arrangement, the company determines whether the arrangement is or contains a lease. At inception or on reassessment of an arrangement that contains a lease, the entity separates payments and other consideration required by the arrangement into those for the lease and those for other elements on the basis of their relative fair values.

#### 3.05.01 Finance Lease

Leases in terms of which the company assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset. Minimum lease payments made under finance lease are apportioned between the finance expense and the reduction of outstanding liability. The finance expense is allocated to each year during the lease term so as to produce a constant rate of interest on the remaining balance of the liability.

#### 3.05.02 Operating Lease

Leases that are not finance lease are considered as operating leases and the leased assets are not recognised in the Company's Statement of Financial Position. Payments made under operating leases are recognised in profit or loss on a straight line basis over the term of the lease.

#### 3.05.03 Leasehold Assets

Assets held under finance leases are recognized as assets of the company at their fair value at the date of acquisition or, if lower, at the present value of the minimum lease payments. The corresponding liability is included in the statement of financial position as a finance lease obligation. Lease payments are apportioned between finance costs and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance costs are recognized in the statement of profit or loss and other comprehensive income.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets.

### 3.06 Investment

i. Investment in unquoted shares are initially recognized at cost. After initial recognition these are carried at cost less impairment losses, if any.





ii. Investment in quoted shares are recognized at fair value through other comprehensive income. Changes in fair value are recognized under other comprehensive income in the financial statements. Fair values of investment in quoted shares are determined by reference to their quoted price less cost to sale in active market at the reporting date. Dividend and gain /(loss) from sale are recognised in the profit or loss.

### 3.07 Inventories

#### i) Nature of Inventories

Inventories comprise of Finished goods, Raw materials and Spares and other materials.

#### ii) Valuation of Inventories

Inventories are measured at lower of cost or net realizable value in accordance with the Para of 21 and 25 of IAS 2 "Inventories" after making due allowance for any obsolete or slow moving item and details of valuation are as follows:

<u>Category</u>	<u>Valuation method</u>
i) Raw materials	Valued at Cost or Net Realisable Value whichever is lower.
ii) Finished goods	Valued at Cost or Net Realisable Value whichever is lower.
iii) Spares and other materials	Based on weighted average method.

### 3.08 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### 3.08.01 Financial Assets

The Company initially recognizes loans, receivables and deposits on the date that they are originated. All other financial assets are recognized initially on the date at which the company becomes a party to the contractual provisions of the instrument.

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expires, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial assets are transferred.

Financial assets include Trade Receivables, Advances, Deposits and Prepayments, Short Term Investments, and Cash and cash equivalents.

#### Loans and Receivables

Loans and receivables are financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognized initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortized cost.

Loans and receivables comprise cash and cash equivalents, loans, trade receivables, and deposits.

#### a) Trade Receivables

Trade receivables are initially recognized at cost which is the fair value of the consideration given in return. After initial recognition, these are carried at cost less impairment losses, if any, due to un-collectability of any amount so recognized.



#### **b) Advances, Deposits and Prepayments**

Advances are initially measured at cost. After initial recognition, advances are carried at cost less deductions, adjustments or charges to other account heads such as Property, Plant and Equipment, Inventory or Expenses.

Deposits are measured at payment value.

Prepayments are initially measured at cost. After initial recognition, prepayments are carried at cost less charges to profit and loss.

#### **c) Cash and Cash Equivalents**

According to IAS-7 "Statement of Cash Flows" cash comprises cash in hand and bank deposit and cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. IAS-1 "Presentation of Financial Statements" provides that cash and cash equivalent are not restricted in use. Considering the provision of IAS 7 and IAS 1, cash in hand and bank balances have been considered as cash and cash equivalents.

#### **Available-for-sale**

Available-for-sale financial assets are non-derivative financial assets that are designated as available for sale and are not classified in any other categories of financial assets. Generally available-for-sale financial assets are recognized initially at fair value plus any directly attributable transaction costs and subsequent to initial recognition at fair value and changes therein other than impairment losses are recognized in other comprehensive income and presented in the fair value reserve in equity. Financial assets which are not traded in the market have been valued at cost unless any indication of impairment in value of such financial assets exist. Cumulative gain/losses recognized in the other comprehensive income are reclassified from equity to profit or loss upon derecognition or reclassification.

### **3.08.02 Financial Liabilities**

The company initially recognizes all financial liabilities on the trade date which is the date the company becomes a party to the contractual provisions of the instrument.

The company derecognises a financial liability when its contractual obligations are discharged, cancelled or expired.

The company classifies non-derivative financial liabilities into the other financial liabilities category. Such financial liabilities are recognized initially at fair value less directly attributable transaction cost. Subsequent to initial recognition, these financial liabilities are measured at amortized cost.

Other financial liabilities comprise loans and borrowings, bank overdrafts and trade and other payables.

#### **a) Trade and Other Payables**

The company recognizes a financial liability when its contractual obligations arising from past events are certain and the settlement of which is expected to result in an outflow from the company of resources embodying economic benefits.

#### **b) Interest-bearing borrowings**

Interest-bearing borrowings comprise loans and operational overdraft.

### **3.09 Impairment**

#### **3.09.01 Financial Assets**

Financial assets not carried at fair value through profit or loss, loans and receivables are assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.



### 3.09.02 Non-Financial Assets

The carrying amounts of the company's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the recoverable amount of the asset is estimated. An impairment loss is recognized if the carrying amount of an asset or its related cash-generating unit (CGU) exceeds its estimated recoverable amount.

### 3.10 Share Capital

Paid-up-capital represents total amount contributed by the shareholders and bonus shares issued by the company to the ordinary shareholders. Incremental costs directly attributable to the issue of ordinary shares are recognized as expenses as and when incurred. Holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to vote at shareholders' meetings. In the event of a winding up of the company, ordinary shareholders will be rank after all other shareholders. Creditors are fully entitled to any proceeds of liquidation before all shareholders.

### 3.11 Employee Benefits

The company maintains both defined contribution plan and defined benefit plan for its eligible permanent employees.

#### 3.11.01 Defined Contribution Plan

The company maintains a recognized provident fund @ 5% of basic pay (Equally contributed by employee and employer) for all eligible permanent employees.

#### 3.11.02 Defined Benefit Plan

The company maintains an unfunded gratuity scheme, provision in respect of which is made annually for the employees. Gratuity payable at the end of each year is determined on the basis of following rules and regulations of the company;

Service Length	Payment Basis
Less than 5 (Five) years	Nil amounts
After completion of 5 (Five) years but upto 10 (Ten) years	Half times of last month basic salary X years of services
Above 10 (Ten) years but upto 15 (Fifteen) years	One times of last month basic salary X years of services
Above 15 (Fifteen) years	One and half times of last month basic salary X years of services

Six months continued service in the year of leaving or retirement will be trailed as one year for the purpose of calculation of gratuity.

#### 3.11.03 Workers' Profit Participation and Welfare Funds

The company contributed 5% of net profit to the aforementioned fund in accordance with the requirement of Section 234 (Kha), Chapter 15 of Labour Law 2006 (as amended in 2013).

### 3.12 Taxation

#### 3.12.01 Current Tax

Provision for taxation is calculated on the basis of applicable corporate tax rate for publicly traded company as per ITO 1984.

#### 3.12.02 Deferred Tax

Deferred tax liabilities are the amount of income taxes payable in the future periods in respect of taxable temporary differences. Deferred tax assets are the amount of income taxes recoverable in future periods in respect of deductible temporary differences. Deferred tax assets and liabilities are recognized for the future tax consequences of timing



differences arising between the carrying values of assets, liabilities, income and expenditure and their respective tax bases. Deferred tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantially enacted at the statement of financial position date. The impact of changes on the account in deferred tax assets and liabilities has also been recognized in the profit and loss account as per IAS-12 "Income taxes".

The deferred tax asset/income or liability/expense does not create a legal liability/recoverability to and from the income tax authority.

### 3.13 Loans and Borrowings

Principal amount of the loans and borrowings are stated at their outstanding amount. Borrowings repayable within twelve months from the financial position date are classified as current liabilities whereas borrowings repayable after twelve months from the financial position date are classified as non-current liabilities. Accrued interest and other charges are classified as current liabilities.

Interest and other costs incurred by the company in connection with the borrowing of funds are recognised as expense in the year in which they are incurred, unless such borrowing cost relates to acquisition / construction of assets in progress that are capitalized as per IAS 23 "Borrowing Costs". Borrowing cost incurred against loan for BMRE project has been capitalised under effective interest rate method.

### 3.14 Provisions, Contingent Liabilities and Contingent Assets

A provision is recognized in the statement of financial position when the company has a legal or contractual obligation as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Contingent liabilities are not recognized but disclosed, unless the possibility of an outflow of economic resources is remote.

Contingent assets are not recognized but disclosed where an inflow of economic benefits is probable. When the realization of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.

### 3.15 Revenue Recognition

Revenue is measured based on the consideration specified in a contract with a customer. The Company recognises revenue when it transfers control over a good or service to a customer. The following table provides information about the nature and timing of the satisfaction of performance obligations in contracts with customers.

Type of products	Nature and timing of satisfaction of performance obligations	Revenue recognition under IFRS 15
<ul style="list-style-type: none"> <li>- Local sales</li> <li>- Export sales</li> <li>- By Products</li> </ul>	Customers obtain control of products when goods are shipped out at factory gate. Invoices raised as per management approved price list are generated at that point in time.	Revenue is recognized when (or as) the entity satisfies a performance obligation by transferring the promised good or service to a customer.

The company is in the business of providing M.S. Billet and M.S. Rod. Revenue from contracts with customers is recognised when control of the goods are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods. The Company has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods before transferring them to the customer.





Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of Value Added Tax (VAT). Gross turnover comprises local sales of M. S. Billet, M.S. Rod, By-products, export of M.S. Rod and includes VAT paid to the Government of Bangladesh.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for local sales, the Company considers the effects of variable consideration payable to the customer.

The company has variable considerations included in the contracts with customers which are netted off against the revenue to determine the transaction price. The variable considerations are pre-determined. The effect of variable considerations on revenue is only from contracts with local customers.

### **3.16 Other Income**

Other income includes gain / (loss) on sale of property, plant and equipment, Gain on sale of investment in quoted shares, dividend and other miscellaneous.

### **3.17 Finance Income and Cost**

#### **3.17.01 Finance Income**

Interest income on bank deposits and loan to related companies is recognised in the profit or loss in accrual basis following specific rate of interest in agreement with banks, financial institution and related companies.

#### **3.17.02 Finance Cost**

Interest expenses comprises interest expense on operational overdraft, LATR, term loan and short term borrowings incurred during the period are charged to Statement of Profit or Loss and Other Comprehensive Income.

#### **3.17.03 Transactions in Foreign Currencies**

Foreign currency transactions are recorded at the applicable rates of exchange ruling on the date of transactions. Monetary assets and liabilities, if any, denominated in foreign currencies at the reporting date are translated at the applicable rates of exchange ruling at that date and the related exchange differences are recognized as gain or loss in the profit or loss under finance cost.

### **3.18 Earnings Per Share**

The company calculates its earnings per share in accordance with International Accounting Standard IAS-33 "Earnings per Share" which has been reported on the face of Statement of Profit or Loss and Other Comprehensive Income.

#### **3.18.01 Basis of Earnings**

This represents profit for the year attributable to ordinary shareholders. As there were no preference shares requiring returns or dividends, non-controlling interest or extra ordinary items, the net profit after tax for the year has been considered as fully attributable to the ordinary shareholders.

#### **3.18.02 Basic Earnings Per Share**

This has been calculated by dividing total attributable profit by the total number of ordinary shares outstanding during the year.

#### **3.18.03 Diluted Earnings Per Share**

Diluted earnings per share is required to be calculated for the year when there is scope for dilution exists.



#### 3.18.04 Re-stated Earnings Per Share

Issue of bonus share in any year requires re-stating the EPS of the prior year. In such a case, the EPS calculation for those and any prior financial statements presented are based on the new number of shares.

#### 3.19 Measurement of Fair Values

When measuring the fair value of an asset or liability, the entity uses market observable data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

**Level 1:** Quoted prices (unadjusted) in active markets for identical assets and liabilities.

**Level 2:** Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

**Level 3:** Inputs for the assets or liabilities that are not based on observable market data.

If the inputs used to measure the fair value of an asset or liability might be categorized in different levels of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

#### Property, Plant and Equipment

The fair value of items of property, plant and equipment has been determined based on the depreciated replacement cost method and net realizable value method as applicable.

#### Equity and Debt Securities

Fair values of tradable equity and debt securities are determined by reference to their quoted closing price in active market at the reporting date which are categorized under 'Level 1' of the fair value hierarchy.

#### 3.20 Events after the Reporting Period

Events after the reporting period that provide additional information about the company's position at the date of Statement of Financial Position or those that indicate the going concern assumption is not appropriate are reflected in the Financial Statements. Events after the reporting period that are not adjusting events are disclosed in the notes when material.



#### 4.00 Property, plant and equipment - Revalued Model

	Amount in Taka										
	Land & Land development	Plant and Machinery	Factory Building	Furniture, Fixture and Decoration	Computer and Accessories	Motor Vehicles	Logistic Vehicles	Electric and Gas Line Installation	Lab Equipment	Office Equipment	Total
At cost											
As at 01 July 2019	822,236,318	1,533,081,028	1,014,540,503	25,886,158	14,896,699	151,606,683	292,707,720	195,769,890	22,490,518	13,060,188	4,086,275,705
Addition during the year	194,002,362	45,417,557	19,621,370	1,249,920	2,688,480	11,758,012	24,433,090	2,512,000	-	1,641,250	303,324,041
Transfer to right of use asset	-	-	-	-	-	(36,040,000)	(32,474,720)	-	-	-	(68,514,720)
Disposal during the year	-	-	-	-	-	(3,829,396)	-	-	-	-	(3,829,396)
At 30 June 2020	1,016,238,680	1,578,498,585	1,034,161,873	27,136,078	17,585,179	123,495,299	284,666,090	198,281,890	22,490,518	14,701,438	4,317,255,630
As at 01 July 2020	1,016,238,680	1,578,498,585	1,034,161,873	27,136,078	17,585,179	123,495,299	284,666,090	198,281,890	22,490,518	14,701,438	4,317,255,630
Addition during the year	2,851,387,838	16,265,165,883	3,325,313,984	13,434,895	12,734,107	261,089	236,312,201	2,476,565,942	9,417,740	33,851,510	25,224,445,189
Revaluation during the year	2,612,564,401	1,087,418,993	630,399,711	-	-	-	-	-	-	-	4,330,383,105
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2021	6,480,190,919	18,931,083,461	4,989,875,568	40,570,973	30,319,286	123,756,388	520,978,291	2,674,847,832	31,908,258	48,552,948	33,872,083,924
Accumulated depreciation											
As at 01 July 2019	-	606,989,144	251,641,163	9,456,128	8,436,515	44,227,722	100,852,892	67,917,958	14,773,431	6,595,431	1,110,890,384
Charged for the year	-	96,167,608	38,887,414	1,737,668	1,556,320	11,407,409	15,263,857	6,413,530	771,709	1,449,082	173,654,597
Transfer to right of use asset	-	-	-	-	-	(7,778,108)	(978,761)	-	-	-	(8,756,869)
Adjustment for disposal during the year	-	-	-	-	-	(2,211,493)	-	-	-	-	(2,211,493)
At 30 June 2020	-	703,156,752	290,528,577	11,193,796	9,992,835	45,645,530	115,137,988	74,331,488	15,545,140	8,044,513	1,273,576,619
As at 01 July 2020	-	703,156,752	290,528,577	11,193,796	9,992,835	45,645,530	115,137,988	74,331,488	15,545,140	8,044,513	1,273,576,619
Charged for the year	-	427,569,509	84,424,307	1,652,232	1,852,418	10,854,117	28,165,113	38,013,428	728,115	1,704,944	594,964,183
Adjustment for disposal during the year	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2021	-	1,130,726,261	374,952,884	12,846,028	11,845,253	56,499,647	143,303,101	112,344,916	16,273,255	9,749,457	1,868,540,802
Carrying amount											
As at 30 June 2020	1,016,238,680	875,341,833	743,633,296	15,942,282	7,592,344	77,849,769	169,528,102	123,950,402	6,945,378	6,656,925	3,043,679,011
As at 30 June 2021	6,480,190,919	17,800,357,200	4,614,922,684	27,724,945	18,474,033	67,256,741	377,675,190	2,562,502,916	15,635,003	38,803,491	32,003,543,122

#### Depreciation allocated to:

Note(s)	Allocation Basis	01 July 2020 to 30 June 2021	01 July 2019 to 30 June 2020
23.02	90.00%	535,467,765	148,407,954
24.00	5.00%	29,748,209	8,244,887
25.00	5.00%	29,748,209	8,244,887
		<b>594,964,183</b>	<b>164,897,728</b>



#### 4.01 Property, plant and equipment - Cost Model

	Amount in Taka										
	Land & Land development	Plant and Machinery	Factory Building	Furniture, Fixture and Decoration	Computer and Accessories	Motor Vehicles	Logistic Vehicles	Electric and Gas Line Installation	Lab Equipment	Office Equipment	Total
At cost											
As at 01 July 2019	822,236,318	1,533,081,028	1,014,540,503	25,886,158	14,896,699	151,606,683	292,707,720	195,769,890	22,490,518	13,060,188	4,086,275,705
Addition during the year	194,002,362	45,417,557	19,621,370	1,249,920	2,688,480	11,758,012	24,433,090	2,512,000	-	1,641,250	303,324,041
Transfer to right of use asset	-	-	-	-	-	(36,040,000)	(32,474,720)	-	-	-	(68,514,720)
Disposal during the year	-	-	-	-	-	(3,829,396)	-	-	-	-	(3,829,396)
At 30 June 2020	1,016,238,680	1,578,498,585	1,034,161,873	27,136,078	17,585,179	123,495,299	284,666,090	198,281,890	22,490,518	14,701,438	4,317,255,630
As at 01 July 2020	1,016,238,680	1,578,498,585	1,034,161,873	27,136,078	17,585,179	123,495,299	284,666,090	198,281,890	22,490,518	14,701,438	4,317,255,630
Addition during the year	2,851,387,838	16,265,165,883	3,325,313,984	13,434,895	12,734,107	261,089	236,312,201	2,476,565,942	9,417,740	33,851,510	25,224,445,189
Disposal during the year	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2021	3,867,626,518	17,843,664,468	4,359,475,857	40,570,973	30,319,286	123,756,388	520,978,291	2,674,847,832	31,908,258	48,552,948	29,541,700,819
Accumulated depreciation											
As at 01 July 2019	-	606,989,144	251,641,163	9,456,128	8,436,515	44,227,722	100,852,892	67,917,958	14,773,431	6,595,431	1,110,890,384
Charged for the year	-	96,167,608	38,887,414	1,737,668	1,556,320	11,407,409	15,263,857	6,413,530	771,709	1,449,082	173,654,597
Transfer to right of use asset	-	-	-	-	-	(7,778,108)	(978,761)	-	-	-	(8,756,869)
Adjustment for disposal during the year	-	-	-	-	-	(2,211,493)	-	-	-	-	(2,211,493)
At 30 June 2020	-	703,156,752	290,528,577	11,193,796	9,992,835	45,645,530	115,137,988	74,331,488	15,545,140	8,044,513	1,273,576,619
As at 01 July 2020	-	703,156,752	290,528,577	11,193,796	9,992,835	45,645,530	115,137,988	74,331,488	15,545,140	8,044,513	1,273,576,619
Charged for the year	-	400,384,034	76,544,311	1,652,232	1,852,418	10,854,117	28,165,113	38,013,428	728,115	1,704,944	559,898,712
Adjustment for disposal during the year	-	-	-	-	-	-	-	-	-	-	-
At 30 June 2021	-	1,103,540,786	367,072,888	12,846,028	11,845,253	56,499,647	143,303,101	112,344,916	16,273,255	9,749,457	1,833,475,331
Carrying amount											
As at 30 June 2020	1,016,238,680	875,341,833	743,633,296	15,942,282	7,592,344	77,849,769	169,528,102	123,950,402	6,945,378	6,656,925	3,043,679,011
As at 30 June 2021	3,867,626,518	16,740,123,682	3,992,402,969	27,724,945	18,474,033	67,256,741	377,675,190	2,562,502,916	15,635,003	38,803,491	27,708,225,488





**5.00 Lease**
**5.01 As a Lessee**
**5.01.01 Right of Use Assets**
**At 01 July 2019**

Transfer/Additions during the year

Disposals/adjustment during the year

**At 30 June 2020**
**At 01 July 2020**

Additions during the year

Disposals/adjustment during the year

**At 30 June 2021**
**AMORTISATION**
**At 01 July 2019**

Transfer/ Charge during the year

Disposals/adjustment during the year

**At 30 June 2020**
**At 01 July 2020**

Charge during the year

Disposals/adjustment during the year

**At 30 June 2021**
**CARRYING AMOUNT**
**At 30 June 2020**
**At 30 June 2021**

Note(s)	Motor Vehicles	Logistics Vehicles	Total
	-	-	-
4.00	36,040,000	32,474,720	68,514,720
	-	-	-
	<b>36,040,000</b>	<b>32,474,720</b>	<b>68,514,720</b>
	36,040,000	32,474,720	68,514,720
	4,890,000	122,505,280	127,395,280
	-	-	-
	<b>40,930,000</b>	<b>154,980,000</b>	<b>195,910,000</b>
	-	-	-
4.00	7,778,108	978,761	8,756,869
	-	-	-
	<b>7,778,108</b>	<b>978,761</b>	<b>8,756,869</b>
	7,778,108	978,761	8,756,869
	10,833,598	20,656,750	31,490,348
	-	-	-
	<b>18,611,706</b>	<b>21,635,511</b>	<b>40,247,217</b>
	<b>28,261,892</b>	<b>31,495,959</b>	<b>59,757,851</b>
	<b>22,318,294</b>	<b>133,344,489</b>	<b>155,662,783</b>

**5.01.02 Lease liabilities**

Opening balance

Lease obligations

Less: Paid during the year

**5.01.03 Finance Lease Obligation - Maturity analysis**

Due within one year

Due after one year

**5.01.04 Amounts recognised in profit or loss**

Interest on lease liabilities

Note(s)	30 June 2021	30 June 2020
	Taka	Taka
	50,307,804	22,204,877
	127,395,280	35,474,720
	(24,376,259)	(7,371,793)
	<b>153,326,825</b>	<b>50,307,804</b>
	33,245,616	11,847,605
	120,081,209	38,460,199
	<b>153,326,825</b>	<b>50,307,804</b>
	9,402,174	3,012,502
	<b>9,402,174</b>	<b>3,012,502</b>



		30 June 2021	30 June 2020
	Note(s)	Taka	Taka
<b>5.01.05 Amount recognised in the statements of cash flows</b>			
Principal paid on lease liabilities		24,376,259	7,371,793
Interest paid on lease liabilities		9,402,174	3,012,502
		<b>33,778,433</b>	<b>10,384,295</b>
<b>5.01.06 Allocation of Depreciation of ROU Asset</b>			
Factory overhead	23.02	28,341,314	7,881,183
Administrative expenses	24.00	1,574,517	437,843
Selling and distribution expenses	25.00	1,574,517	437,843
		<b>31,490,348</b>	<b>8,756,869</b>
<b>5.02</b> There is no such lease for which the company is a lessor.			
<b>6.00 Capital work-in-progress</b>			
Opening balance		23,876,898,898	19,760,860,267
Add: Expenses incurred during the year		2,651,631,049	4,116,038,631
		26,528,529,947	23,876,898,898
Less: Capitalized during the year		25,030,769,944	-
<b>Closing balance</b>		<b>1,497,760,003</b>	<b>23,876,898,898</b>
Property, Plant and Equipment under construction/acquisition is accounted for and measured at cost as capital work-in-progress until construction/acquisition is completed and it is ready for use.			
<b>7.00 Intangible assets</b>			
Software	7.01	1,500,954	1,010,002
		<b>1,500,954</b>	<b>1,010,002</b>
<b>7.01 Intangible assets schedule</b>			
<b>Cost</b>			
Opening balance		2,230,475	1,980,475
Add: Addition during the year		720,000	250,000
<b>Closing balance</b>		<b>2,950,475</b>	<b>2,230,475</b>
<b>Accumulated amortization</b>			
Opening balance		1,220,473	1,014,092
Add: Charged during the year		229,048	206,381
Closing balance		<b>1,449,521</b>	<b>1,220,473</b>
<b>Carrying amount</b>		<b>1,500,954</b>	<b>1,010,002</b>
<b>8.00 Investments</b>			
Investment in Un-quoted equity-at cost	8.01	64,500,000	1,000,000
Investment in quoted shares - at fair value	8.02	98,049,188	61,344,461
		<b>162,549,188</b>	<b>62,344,461</b>



### 8.01 Investment in Un-quoted equity-at cost

	Note(s)	30 June 2021 Taka	30 June 2020 Taka
GPH Steels Limited		1,000,000	1,000,000
Star Allied Venture Limited		63,500,000	-
		<b>64,500,000</b>	<b>1,000,000</b>

**8.01.01** GPH Ispat Limited has acquired 10% equity of GPH Steels Limited i.e. 100,000 ordinary shares of Tk. 10 each. GPH Steels Limited has yet to start its commercial operation till the date of Statement of Financial Position.

### 8.02 Investment in quoted shares - at fair value

Opening balance		61,344,461	85,036,796
Add: Purchases during the period		142,298,463	-
Less: Sales during the period		(134,801,692)	-
Add: Gain on sale of shares		20,170,064	-
Net change in fair value of investment in quoted shares	8.02.01	9,037,892	(23,692,335)
		<b>98,049,188</b>	<b>61,344,461</b>

### 8.02.01 Details of investment in quoted (tradeable securities) shares

Particulars	Number of shares	30 June 2021			30 June 2020
		Purchase/ (Sales)	Fair value	Changes in fair value	Fair value
Alif Manufacturing Company Limited	100,000	1,126,810	1,157,100	30,290	-
Bank Asia Limited	-	(10,867,714)	-	-	10,867,714
City Bank Limited	512,500	14,780,013	13,342,809	(1,437,204)	-
Delta Spinners Limited	500,000	5,213,000	5,087,250	(125,750)	-
Eastern Bank Limited	30,555	-	1,065,147	259,222	805,925
Envoy Textiles Limited	927,269	-	27,101,060	7,511,760	19,589,300
IDLC Finance Limited	89,928	5,976,834	5,229,695	(747,139)	-
Islamic Finance and Investment Limited	365,000	9,003,479	8,082,742	(920,737)	-
Meghna Cement Limited	-	(6,148,678)	-	-	6,148,678
Peoples Insurance Co. Limited	-	(4,565,305)	-	-	4,565,305
PHP Mutual Fund 1	200,000	1,445,760	1,336,650	(109,110)	-
Pubali Bank Limited	490,568	-	12,135,671	1,918,685	10,216,986
Square Pharmaceuticals Ltd	55,894	-	12,002,543	2,851,990	9,150,553
Trust Bank 1st Mutual Fund	200,000	1,506,000	1,376,550	(129,450)	-
United Commercial Bank Limited	604,605	10,196,636	10,131,971	(64,665)	-
	<b>4,076,319</b>	<b>27,666,835</b>	<b>98,049,188</b>	<b>9,037,892</b>	<b>61,344,461</b>

**8.02.02** Investments in quoted shares are carried at fair value net of cost to sale as on 30 June 2021. Changes in fair value are recognized under other comprehensive income in the statement of profit or loss and other comprehensive income.



### 8.02.03 Calculation of tax and accounting profit/ (loss) during the year

Name of Company	Net Sales Taka	Cost Taka	Tax Profit/ (Loss) Taka	Fair Value/ Cost Taka	Accounting Profit/loss Taka
Alif Manufacturing Company Ltd.	4,917,675	4,507,240	410,435	4,507,240	410,435
BSRM Limited	4,239,375	3,965,168	274,207	3,965,168	274,207
Bank Asia Limited	12,161,776	7,332,902	4,828,874	10,867,713	1,294,063
BRAC Bank Limited	4,419,709	4,618,942	(199,233)	4,618,942	(199,233)
City Bank Limited	4,189,500	3,729,098	460,402	3,729,098	460,402
Dominage Steel Building Systems Ltd.	556,605	543,600	13,005	543,600	13,005
Grameen Phone	5,341,205	4,977,137	364,068	4,977,137	364,068
IDLC Finance Limited	29,206,621	25,197,895	4,008,726	25,197,895	4,008,726
IFIC Bank Limited	2,640,881	2,230,056	410,825	2,230,056	410,825
IFIC 1st Mutual Fund	758,100	692,760	65,340	692,760	65,340
Lafarge Holcim Bangladesh Ltd	6,709,729	6,529,568	180,161	6,529,568	180,161
Lanka Bangla Finance Limited	1,457,846	1,442,567	15,279	1,442,567	15,279
Meghna Cement Limited	6,496,675	8,993,058	(2,496,383)	6,148,677	347,998
Mercantile Bank Limited	19,025,648	17,056,146	1,969,502	17,056,146	1,969,502
MJL Bangladesh Limited	1,301,738	1,209,288	92,450	1,209,288	92,450
Peoples Insurance Co. Limited	13,494,468	9,522,405	3,972,063	4,565,304	8,929,164
Robi Axiata Limited	1,585,865	1,300,844	285,021	1,300,844	285,021
SEBL 1st Mutual Fund	1,266,825	1,260,020	6,805	1,260,020	6,805
Square Pharmaceuticals Ltd	2,708,631	2,206,993	501,638	2,206,993	501,638
United Finance Ltd	1,042,388	962,400	79,988	962,400	79,988
United Commercial Bank Ltd.	3,703,224	3,295,328	407,896	3,295,328	407,896
United Power Generation & Distr. Co. Ltd.	7,577,208	7,324,884	252,324	7,324,884	252,324
<b>For the year 30 June 2021</b>	<b>134,801,692</b>	<b>118,898,299</b>	<b>15,903,393</b>	<b>114,631,628</b>	<b>20,170,064</b>

	30 June 2021	30 June 2020
Note(s)	Taka	Taka

### 9.00 Short term investment

Investments in Fixed Deposit Receipts (FDR)

9.01	1,424,525,049	882,572,314
	<b>1,424,525,049</b>	<b>882,572,314</b>

### 9.01 Name of the banks Purpose Tenure Rate of Interest

AB Bank Limited	L/C Margin	12 Months	10.00%	88,171,707	81,650,843
Dutch Bangla Bank Limited	L/C Margin	3-6 Months	3.50 - 4.50%	82,730,685	25,953,405
IPDC Finance Limited	Lien against term loan	12 Months	7.00-7.50%	22,421,496	11,532,523
Mercantile Bank Limited	L/C Margin	6 Months	4.25-6.00%	252,450,889	34,474,878
Midland Bank Limited	BG Margin	3-12 Months	5.25-10.00%	25,356,778	187,838
Modhumoti Bank Limited	L/C Margin	3-12 Months	4.00%	71,530,267	-





Name of the banks	Purpose	Tenure	Rate of Interest	30 June 2021	30 June 2020
				Taka	Taka
Mutual Trust Bank Limited	L/C Margin	12 Months	3.25 - 3.75%	50,216,519	-
NCC Bank Limited	L/C Margin	6 Months	2.25 - 5.00%	83,701,609	64,608,510
One Bank Limited	L/C Margin	6 Months	4.75 - 5.00%	33,914,669	66,917,302
Pubali Bank Limited	L/C Margin	6 Months	4.00 - 5.50%	165,706,014	56,359,767
Southeast Bank Limited	BG Margin	12 Months	5.50%	80,494,044	61,188,327
Standard Chartered Bank	L/C Margin	3-12 Months	4.00-7.00%	130,035,610	197,990,192
State Bank of India	Lien against Overdraft	349 days	3.00%	2,636,798	2,514,617
The City Bank Limited	L/C Margin	3-6 Months	6.00%	38,788,816	37,660,843
Trust Bank Limited	L/C Margin	3 Months	3.50 - 5.00%	32,801,224	82,454,319
United Commercial Bank Limited	L/C Margin	3-6 Months	3.25 - 8.50%	262,900,437	159,078,950
United Finance Limited	Lien against Overdraft	3 Months	6.25%	667,487	-
				<b>1,424,525,049</b>	<b>882,572,314</b>

	Note(s)	30 June 2021	30 June 2020
		Taka	Taka
<b>10.00 Advances, deposits and prepayments</b>			
Advances	10.01	4,728,946,479	2,278,271,848
Deposits	10.02	102,644,130	111,144,130
Prepayments	10.03	19,032,007	7,369,020
		<b>4,850,622,616</b>	<b>2,396,784,998</b>
<b>10.01 Advances</b>			
Against income tax	10.01.01	915,488,653	417,916,951
Against VAT	10.01.02	397,540,982	168,938,908
Against VAT current account		476,448	476,448
For investment in Star Allied Venture Limited		-	62,500,000
Against land		757,400,000	757,400,000
Against LC		1,797,964,514	339,849,220
Against other supply		853,067,294	527,330,144
Against raw material supply		3,717,405	2,154,240
Against employees		3,291,183	1,705,937
		<b>4,728,946,479</b>	<b>2,278,271,848</b>
<b>10.01.01 Advance income tax</b>			
Opening balance		417,916,951	456,663,991
Addition during the year		583,485,694	209,985,985
Paid/adjusted during the year		(85,913,992)	(248,733,025)
		<b>915,488,653</b>	<b>417,916,951</b>



		30 June 2021	30 June 2020
	Note(s)	Taka	Taka
<b>10.01.02 Advance VAT</b>			
Opening balance		168,938,908	-
Addition during the year		1,011,267,646	478,756,596
Paid/adjusted during the year		(782,665,572)	(309,817,688)
		<b>397,540,982</b>	<b>168,938,908</b>
<b>10.02 Deposits</b>			
Bangladesh Power Development Board		80,000,000	89,000,000
Karnaphuli Gas Distribution Company Limited		21,738,586	21,738,586
Security to Shipping Lines		805,544	305,544
Bangladesh Railway		100,000	100,000
		<b>102,644,130</b>	<b>111,144,130</b>
<b>10.03 Prepayments</b>			
Insurance premium		17,306,779	3,918,560
Bangladesh Standards and Testing Institution		1,725,228	3,450,460
		<b>19,032,007</b>	<b>7,369,020</b>
<b>10.04</b>	The directors consider that all the above advances, deposits and prepayments are either adjustable or recoverable in kind or in cash and that no provision against those are required at this stage.		
<b>11.00 Inventories</b>			
Finished goods	11.01	4,359,884,076	2,181,449,041
Raw materials	11.02	3,973,915,432	4,629,873,049
Spares and other materials	11.03	1,731,365,847	195,352,014
		<b>10,065,165,355</b>	<b>7,006,674,104</b>
<b>11.01 Finished Goods</b>			
M. S. Rod		3,163,895,266	1,680,512,617
M. S. Billet		1,195,988,810	500,936,424
		<b>4,359,884,076</b>	<b>2,181,449,041</b>
<b>11.02 Raw Materials</b>			
Melting Scrap		3,094,941,772	4,555,979,587
Sponge Iron		142,952,436	30,618,287
Lime		33,247,660	-
Dolomite		83,025,267	-
Chemicals		202,503,121	31,688,691
Quartz Powder		3,007,946	3,395,496
Pet Coke		414,237,230	8,190,988
		<b>3,973,915,432</b>	<b>4,629,873,049</b>
<b>11.03 Spares and other materials</b>			
Refractory Bricks		593,144,253	27,997,763
Spares and Consumables		1,040,439,071	141,139,272
Rolls		35,792,617	3,925,802
Graphite Electrode		61,821,673	22,112,964
Copper Mould Tube		168,233	176,213
		<b>1,731,365,847</b>	<b>195,352,014</b>



		30 June 2021	30 June 2020
	Note(s)	Taka	Taka
<b>12.00 Trade and other receivables</b>			
Trade receivables	12.01	2,955,859,132	2,248,595,150
Other receivable	12.03	411,894,666	372,416,996
		<b>3,367,753,798</b>	<b>2,621,012,146</b>
<b>12.01 Ageing of trade receivables</b>			
Dues within 6 Months		2,870,188,712	2,167,326,014
Dues over 6 months		85,670,420	81,269,136
		<b>2,955,859,132</b>	<b>2,248,595,150</b>

**12.02** Trade Receivables represent receivable from 641 parties as on 30 June 2021 (523 Parties as on 30 June 2020). Receivables are unsecured but considered good and recoverable.

**12.03** Interest at 10% per annum has been charged on outstanding balance of other receivable from Arbee Textiles Limited.

### 13.00 Cash and cash equivalents

Cash in hand	13.01	2,831,936	2,551,177
Cash at bank	13.02	127,352,130	31,879,085
Fixed Deposit Receipts (FDR)	13.03	-	4,331,266
		<b>130,184,066</b>	<b>38,761,528</b>

### 13.01 Cash in hand

Dhaka office petty cash		1,992,708	1,123,751
Factory petty cash		152,288	127,364
Minimill petty cash		686,940	1,300,062
		<b>2,831,936</b>	<b>2,551,177</b>

### 13.02 Cash at Bank

			30 June 2021	30 June 2020
			Taka	Taka
<b>Name of the Banks</b>	<b>Branch</b>	<b>Account Type</b>		
AB Bank Limited	Gulshan	Current Deposit	46,748	47,555
AB Bank Limited	Sitakunda	Current Deposit	67,466	287,886
Agrani Bank Limited	Asadgonj	Current Deposit	1,931,496	729,684
Agrani Bank Limited	Principal	Current Deposit	57,925	2,215
Al-Arafah Islami Bank Limited	Jubilee Road	Current Deposit	3,181,729	5,506,984
Al-Arafah Islami Bank Limited	Khatungonj	Current Deposit	722,093	29,169
Bangladesh Development Bank Limited	Khatungonj	Current Deposit	1,231	1,231
Bank Al Falah Limited	Agrabad	Current Deposit	15,868	16,443
Bank Asia Limited	Anderkill	Current Deposit	2,949,202	24,748
Bank Asia Limited	Banani	Current Deposit	76,381	9,189
BASIC Bank Limited	Asadgonj	Current Deposit	21,074	2,725,932
BRAC Bank Limited	Agrabad	Current Deposit	268,213	11,845
Community Bank Bangladesh Limited	Agrabad	Current Deposit	3,930	9,655



Name of the Banks	Branch	Account Type	30 June 2021	30 June 2020
			Taka	Taka
Dhaka Bank Limited	Khatungonj	Current Deposit	21,240	15,526
Dutch Bangla Bank Limited	Khatungonj	Current Deposit	1,860,671	2,080,908
Dutch Bangla Bank Limited	Agrabad	Current Deposit	52,612,740	306,747
Eastern Bank Limited	Agrabad	Current Deposit	2,252,553	345,465
EXIM Bank Limited	Khatungonj	Current Deposit	217,642	363,204
First Security Islami Bank Limited	Khatungonj	Current Deposit	210,708	27,958
HSBC	Agrabad	Current Deposit	2,970	2,970
IFIC Bank Limited	Khatungonj	Current Deposit	1,431,668	10,357
Islami Bank Bangladesh Limited	Khatungonj	Current Deposit	5,366,792	30,227
Jamuna Bank Limited	Khatungonj	Current Deposit	9,495,717	110,096
Janata Bank Limited	Khatungonj	Current Deposit	628,346	28,280
Mercantile Bank Limited	Khatungonj	Current Deposit	287,479	9,846
Meghna Bank Limited	Agrabad	Current Deposit	2,008	34,057
Midland Bank Limited	Agrabad	Current Deposit	6,187,554	453,334
Modhumoti Bank Limited	Agrabad	Current Deposit	20,394	8,775
Modhumoti Bank Limited	O.R Nizam Road	Current Deposit	2,688,506	-
Mutual Trust Bank Limited	Khatungonj	Current Deposit	4,745,944	745,661
National Bank Limited	Anderkilla	Current Deposit	945,957	1,243,484
National Bank Limited	Jubilee Road	Current Deposit	4,300	4,415
NCC Bank Limited	Khatungonj	Current Deposit	39,577	48,391
NRB Bank Limited	Agrabad	Current Deposit	411,563	22,562
NRB Commercial Bank Limited	Agrabad	Current Deposit	27,863	21,418
One Bank Limited	Khatungonj	Current Deposit	1,916,650	48,093
Premier Bank Limited	Khatungonj	Current Deposit	926,773	6,750
Premier Bank Limited	O.R Nizam Road	Current Deposit	25,719	23,050
Prime Bank Limited	Khatungonj	Current Deposit	1,484,474	6,017,710
Prime Bank Limited	O.R Nizam Road	Current Deposit	165,809	9,999
Shahajalal Islami Bank Limited	Gulshan	Current Deposit	4,940	8,850
Shahajalal Islami Bank Limited	Khatungonj	Current Deposit	326,712	23,355
Shimanto Bank Limited	Agrabad	Current Deposit	40,374	44,660
Social Islami Bank Limited	Khatungonj	Current Deposit	3,383,591	31,619
Sonali Bank Limited	Khatungonj	Current Deposit	3,654,244	261,863
Sonali Bank Limited	Motijheel F. Ex.	Current Deposit	94,135	98,735
South Bangla Agricultural Bank Limited	Agrabad	Current Deposit	23,363	16,585
South Bangla Agricultural Bank Limited	Khatungonj	Current Deposit	41,605	-
Southeast Bank Limited	Khatungonj	Current Deposit	124,355	210,651
Standard Bank Limited	Khatungonj	Current Deposit	76,514	24,295





			30 June 2021	30 June 2020
			Taka	Taka
<b>Name of the Banks</b>	<b>Branch</b>	<b>Account Type</b>		
State Bank of India	Jubilee Road	Current Deposit	199,826	65,038
The City Bank Limited	Khatungonj	Current Deposit	452,041	330,452
Trust Bank Limited	Ashulia	Current Deposit	1,704	5,484
Trust Bank Limited	CDA Avenue	Current Deposit	162,501	106,465
United Commercial Bank Limited	Khatungonj	Current Deposit	80,968	25,529
United Commercial Bank Limited	Gulshan	Current Deposit	7,124,176	1,849,823
United Commercial Bank Limited	Khatungonj	Escrow	334	-
Union Bank Limited	Khatungonj	Current Deposit	66,444	835,967
Uttara Bank Limited	Khatungonj	Current Deposit	2,390,084	473,834
Uttara Bank Limited	Laldighi	Current Deposit	95,893	826,786
<b>Sub-total</b>			<b>121,668,777</b>	<b>26,661,810</b>
AB Bank Limited	Khatungonj	SND	494,148	487,777
AB Bank Limited	Khatungonj	GBP	13,297	11,825
AB Bank Limited	Khatungonj	USD	46,866	46,839
AB Bank Limited	Khatungonj	SND	50,011	104,243
Mutual Trust Bank Limited	Khatungonj	SND	1,093	2,000
Standard Chartered Bank	Agrabad	SND	919,875	923,752
Standard Chartered Bank	Agrabad	SND	3,016,706	3,021,797
Standard Chartered Bank	Agrabad	SND	1,141,357	619,042
<b>Sub-total</b>			<b>5,683,353</b>	<b>5,217,275</b>
<b>Total</b>			<b>127,352,130</b>	<b>31,879,085</b>
<b>13.03 Fixed Deposit Receipts (FDR)</b>				
<b>Name of the banks</b>	<b>Tenure</b>	<b>Rate of Interest</b>		
Trust Bank Limited	1 Month	2.00%	-	4,331,266
			-	<b>4,331,266</b>
<b>14.00 Share capital</b>				
<b>Authorized Capital</b>				
1,000,000,000 Ordinary Shares of Tk 10 each			<b>10,000,000,000</b>	<b>10,000,000,000</b>
<b>Issued, subscribed and paid-up Capital</b>				
378,196,087 Ordinary shares of Tk 10 each			3,781,960,870	3,781,960,870
18,909,804 Bonus shares of Tk. 10 each			189,098,040	-
<b>Total ordinary shares of Tk 10 each</b>			<b>3,971,058,910</b>	<b>3,781,960,870</b>

The Company issued 5% bonus shares (18,909,804 shares) as declared in 14th annual general meeting for the year 2019-2020. (In 2018-19 issued 5% bonus share)



#### 14.01 Position of share holding

Shareholders	30 June 2021		30 June 2020	
	Percentage of holding	Amount in Taka	Percentage of holding	Amount in Taka
Mr. Mohammed Jahangir Alam	23.58%	936,258,150	23.58%	891,674,430
Mr. Md. Abdur Rouf	3.00%	119,131,760	3.00%	113,458,820
Mr. Md. Alamgir Kabir	4.81%	191,059,060	4.81%	181,961,010
Mr. Md. Almas Shimul	10.83%	429,882,880	10.83%	409,412,270
Mr. Md. Ashrafuzzaman	3.00%	119,131,760	3.00%	113,458,820
Mr. Md. Abdul Ahad	2.40%	95,305,410	2.40%	90,767,060
Mr. Md. Azizul Haque Raju	2.00%	79,421,170	2.00%	75,639,210
General Shareholders	50.38%	2,000,868,720	50.38%	1,905,589,250
<b>Total</b>	<b>100%</b>	<b>3,971,058,910</b>	<b>100%</b>	<b>3,781,960,870</b>

#### 14.02 Classification of shares by holding

Slab by number of shares	30 June 2021			30 June 2020
	No. of Holders	No. of Shares	Holding(%)	Holding(%)
Less than 500	2,577	388,601	0.10%	0.08%
500-5,000	4,972	8,618,778	2.17%	1.75%
5,001-10,000	686	5,192,431	1.31%	0.93%
10,001-20,000	429	6,276,727	1.58%	1.28%
20,001-30,000	131	3,337,275	0.84%	0.86%
30,001-40,000	68	2,368,621	0.60%	0.59%
40,001-50,000	44	2,062,684	0.52%	0.39%
50,001-100,000	86	6,267,396	1.58%	1.39%
100,001-1,000,000	97	26,140,359	6.58%	6.91%
Above 1,000,000	37	336,453,019	84.72%	85.82%
	<b>9,127</b>	<b>397,105,891</b>	<b>100%</b>	<b>100%</b>

#### 15.00 Long Term Loan

	Note(s)	30 June 2021 Taka	30 June 2020 Taka
Term Loan	15.02	4,318,873,514	1,992,809,735
Long Term Financing Facility	15.03	4,172,073,648	3,563,635,055
Syndication Term Loan	15.04	4,858,991,416	4,579,504,898
ECA Backed Finance	15.05	7,776,663,815	7,772,083,919
Non-Banking Financial Institutions	15.06	1,661,298,573	1,707,629,269
Loan From Directors	15.07	1,073,821,620	1,073,821,620
		<b>23,861,722,586</b>	<b>20,689,484,496</b>

#### 15.01 Long Term Loan - Maturity analysis

	30 June 2021 Taka	30 June 2020 Taka
Due within one year	2,283,792,410	306,753,806
Due after one year	21,577,930,176	20,382,730,690
	<b>23,861,722,586</b>	<b>20,689,484,496</b>



## 15.02 Term Loan

	30 June 2021	30 June 2020
Note(s)	Taka	Taka
AB Bank Limited	294,557,671	-
Dutch Bangla Bank Limited	269,296,452	-
Eastern Bank Limited	1,704,486,053	438,133,128
Meghna Bank Limited	204,687,047	-
Midland Bank Limited	208,126,269	-
Pubali Bank Limited	243,626,159	88,432,268
State Bank of India	7,565,533	20,144,792
Trust Bank Limited	475,519,337	-
United Commercial Bank Limited	403,034,649	1,446,099,547
Uttara Bank Limited	507,974,344	-
	<b>4,318,873,514</b>	<b>1,992,809,735</b>

### 15.02.01 Terms of Long Term Loan Facility

#### Security:

- Post dated Cheques covering full credit facility.
- Corporate Guarantee of Jahangir & Other Limited and GPH Power Generation Limited.
- Personal Guarantee of all sponsor director of GPH Ispat Limited.
- Charge over insurance benefit( Assignment) in favor of the term loan lenders as per their respective participation and demand promissory note along with the letter of continuity.
- First Priority Fixed and Floating Hypothecation Charge on the assets acquired out of bank finance to be created with RJSC and the vehicle will also be registered in the name of GPH Ispat Limited.
- 2nd ranking fixed and floating charge over all assets (present and future) of GPH Ispat Limited in Pari passu basis.
- An irrevocable general power of attorney to self the hypothecated assets notarized with the Notary Public of Bangladesh.

#### Rate of Interest:

Interest rate is 7.00% to 9.00% per annum and will be calculated on quarterly basis and variable depending on the situation of money market.

## 15.03 Long Term Financing Facility

Eastern Bank Limited	556,993,564	459,445,885
Mutual Trust Bank Limited	422,063,422	401,154,647
NCC Bank Limited	1,122,348,083	908,172,482
One Bank Limited	169,389,756	137,067,836
Pubali Bank Limited	845,073,211	683,809,183
Southeast Bank Limited	211,031,712	170,760,814
United Commercial Bank Limited	845,173,900	803,224,208
	<b>4,172,073,648</b>	<b>3,563,635,055</b>

### 15.03.01 Terms of Long Term Financing Facility

#### Lenders:

The company entered into a long term financing facility to support the setting up a 840,000 M.Ton per annum M.S. Billet plant and 640,000 M. Ton per annum M.S. Rod plant at Masjiddah, Kumira, Sitakunda, Chattogram and managed its finance through this facility with United Commercial Bank Limited as "lead arranger" and 6 (Six) other local Banks.



**Total loan facilities:**

The long term financing facility comprises USD 44.2 million.

**Interest rate:**

Margin 4.25% + 6 months LIBOR

**Interest payable:**

Interest is payable quarterly (30th September, 31st December, 31st March and 30th June) from the date of 1st drawdown.

**Disbursement:**

First Disbursement of USD on 13 February 2019.

**Repayments:**

Principal amount under the USD term loan facility shall be repaid in 32 (thirty two) equal quarterly installments. Repayment from the end of 27th month of the date of 1st drawdown the facilities agreement and will end on the 120th month and the balance amount, if any shall be paid in last installment.

**Securities:**

- i) Mortgage of 28 acre Land duly registered with RJSC
- ii) First ranking pari-passu charge registered with RJSC over all fixed and floating assets of the Company.
- iii) Charge over Insurance Benefit (assignment) in favor of the term loan lender as per their respective participation.
- iv) Personal Guarantee of all the Directors of the Company.
- v) Demand Promissory note along with the letter of continuity from the Company with supporting Board Resolution.
- vi) One Postdated cheque covering full Credit facility is to be taken in advance.
- vii) Corporate Guarantee of Jahangir & Others Ltd and GPH Power Generation Ltd.

**Purpose:**

To procure plant, machinery, equipment and prefabricated building and steel structures relating to the project and to meet civil construction and other expenses required for implementation of steel melting plant.

**15.04 Syndication Term Loan**

	30 June 2021	30 June 2020
	Taka	Taka
AB Bank Limited	108,950,602	107,834,795
Agrani Bank Limited	1,195,855,147	1,109,709,445
Basic Bank Limited	308,272,430	303,907,508
Jamuna Bank Limited	110,986,763	109,676,118
Janata Bank Limited	1,217,209,517	1,098,063,634
Mercantile Bank Limited	99,767,123	108,179,912
Midland Bank Limited	109,506,856	109,681,444
One Bank Limited	104,204,097	105,908,723
Pubali Bank Limited	210,780,218	211,670,758
Sonali Bank Limited	1,008,081,370	926,674,719
Southeast Bank Limited	82,036,141	82,287,334
The City Bank Limited	81,827,106	83,477,258
United Commercial Bank Limited	221,514,046	222,433,250
	<b>4,858,991,416</b>	<b>4,579,504,898</b>





#### 15.04.01 Terms of Syndicate term borrowings

##### Lenders:

The company entered into a syndicated loan agreement to set up a Billet plant (840,000 M.Ton per annum) and MS Rod plant (640,000 M. Ton per annum) at Masjiddah, Kumira, Sitakunda, Chattogram and managed its finance through a syndicate debt facility with United Commercial Bank Limited as "lead arranger" and 12 (twelve) other local banks.

##### Total loan facilities:

The syndication financing comprises BDT. 5,594 million only for implementation of the steel melting plant.

##### Interest rate:

##### BDT

**30 June 2021**

Government Banking Institutions

9.00%

Non-government Banking Institutions

9.00%

##### Interest payable:

Interest is payable quarterly (30th September, 31st December, 31st March and 30th June) from the date of 1st drawdown.

##### Disbursement:

First Disbursement of BDT made on 31 March 2018.

##### Repayments:

Principal amount under the BDT from government banking institutions shall be repaid in 32 (thirty two) equal quarterly installments and BDT from non-government banking institutions shall be repaid in 96 (Ninety six) monthly installments. For government banking institutions, repayment will be started from the end of 27th month of the date of 1st drawdown, for non-government banking institutions, repayment from the end of 25th month of the date of 1st drawdown and the balance amount, if any shall be paid in last installment.

##### Securities:

- Mortgage of 28 acre Land duly registered with RJSC
- First ranking pari-passu charge registered with RJSC over all fixed and floating assets of the Company.
- Charge over Insurance Benefit (assignment) in favor of the term loan lender as per their respective participation.
- Personal Guarantee of all the Directors of the Company.
- Demand Promissory note along with the letter of continuity from the Company with supporting Board Resolution.
- One Postdated cheque covering full Credit facility is to be taken in advance.
- Corporate Guarantee of Jahangir & Others Ltd and GPH Power Generation Ltd.

##### Purpose:

To procure plant, machinery, equipment and prefabricated building and steel structures relating to the project and to meet civil construction and other expenses required for implementation of steel melting plant.

#### 15.05 ECA Backed Finance

ODDO BHF Aktiengesellschaft, Germany

	30 June 2021	30 June 2020
Note(s)	Taka	Taka
	7,776,663,815	7,772,083,919
	<b>7,776,663,815</b>	<b>7,772,083,919</b>

#### 15.05.01 Terms of ECA Backed Finance borrowings

##### Lenders:

The company entered into a ECA backed loan agreement to set up a Billet plant (840,000 M.Ton per annum) and MS Rod plant (640,000 M. Ton per annum) at Masjiddah, Kumira, Sitakunda, Chattogram and managed an ECA backed finance from ODDO BHF Aktiengesellschaft, Germany.



**Total loan facilities:**

The syndication financing comprises of USD 94.84 million only.

**Interest rate:**

ODDO BHF Aktiengesellschaft, Germany Margin 2.65% + 6 months LIBOR

**Interest payable:**

Interest is payable half yearly (30th April and 31 October) from the date of 1st drawdown.

**Disbursement:**

First Disbursement made on 09 August 2017.

**Repayments:**

Principal amount shall be repaid in 16 (sixteen) equal half yearly installments from the end of 42nd month of 1st drawdown and the balance amount (if any) shall be paid in last installment.

**Securities:**

- i) Mortgage of 28 acre Land duly registered with RJSC
- ii) First ranking pari-passu charge registered with RJSC over all fixed and floating assets of the Company.
- iii) Charge over Insurance Benefit (assignment) in favor of the term loan lender as per their respective participation.
- iv) Personal Guarantee of all the Directors of the Company.
- v) Demand Promissory note along with the letter of continuity from the Company with supporting Board Resolution.
- vi) One Postdated cheque covering full Credit facility is to be taken in advance.
- vii) Corporate Guarantee of Jahangir & Others Ltd and GPH Power Generation Ltd.

**Purpose:**

To procure plant, machinery, equipment and prefabricated building and steel structures relating to the project and to meet civil construction and other expenses required for implementation of steel melting plant.

**15.06 Non-Banking Financial Institutions**

Industrial and Infrastructure Development Finance Company Limited  
Bangladesh Infrastructure Finance Fund Limited  
IPDC Finance Limited  
United Finance Limited  
Uttara Finance and investment Limited

30 June 2021	30 June 2020
Taka	Taka
25,321,591	49,691,090
999,764,634	850,584,210
412,778,572	354,772,250
223,433,776	194,144,219
-	258,437,500
<b>1,661,298,573</b>	<b>1,707,629,269</b>

**Security:**

- i) Post dated cheques
- ii) FDR lien Tk 20 million against loan from IPDC Finance Limited
- iii) Personal Guarantee of Directors

**Rate of Interest:**

Interest rate is 9.00% to 12.5% per annum and will be calculated on quarterly basis and variable depending on the situation of money market.

**15.07 Loan From Directors**

Mr. Mohammed Jahangir Alam  
Mr. Md. Almas Shimul

723,525,125	723,525,125
350,296,495	350,296,495
<b>1,073,821,620</b>	<b>1,073,821,620</b>



**16.00 Defined Benefit Obligation (Gratuity)**

Opening Balance  
Add: Provision made during the year  
  
Less: Paid during the year  
Closing balance

30 June 2021	30 June 2020
Taka	Taka
41,460,605	35,919,462
9,313,660	5,885,053
50,774,265	41,804,515
(257,140)	(343,910)
<b>50,517,125</b>	<b>41,460,605</b>

**17.00 Deferred tax liabilities**

Deferred tax liability has been calculated below at the applicable tax rate on the temporary difference between the carrying value and tax base.

Opening Balance

**Add: Provided during the year**

Taxable/(deductible) temporary difference of PPE (excluding land)

Intangible asset

Provision for Gratuity

Investment in quoted shares

On revaluation reserve

Adjustment for impact of depreciation on revaluation reserve

Closing Balance

186,228,559	174,152,167
117,329,243	15,820,005
85,214	10,905
(1,001,202)	(1,385,285)
1,330,735	(2,369,233)
<b>117,743,990</b>	<b>12,076,392</b>
386,509,208	-
(7,889,731)	-
<b>682,592,026</b>	<b>186,228,559</b>

**17.01 Reconciliation of deferred tax liabilities /(assets) are as follows :**

As on 30 June 2021	Carrying amount Taka	Tax base Taka	Rate Applied (%)	Temporary difference Taka	Deferred tax liability/(asset) Taka
Property, plant and equipment (Except land)	25,523,352,203	22,591,687,897	22.50%	2,931,664,306	659,624,469
Right of use asset	155,662,783	-	22.50%	155,662,783	35,024,126
Intangible asset	1,500,954	-	22.50%	1,500,954	337,715
Provision for gratuity	(50,517,125)	-	22.50%	(50,517,125)	(11,366,353)
Investment in quoted shares	98,049,188	108,328,497	10.00%	(10,279,309)	(1,027,931)
					<b>682,592,026</b>

As on 30 June 2020	Carrying amount Taka	Tax base Taka	Rate Applied (%)	Temporary difference Taka	Deferred tax liability/(asset) Taka
Property, plant and equipment (Except land)	2,027,440,331	1,292,398,683	25.00%	735,041,648	183,760,412
Right of use asset	59,757,851	-	25.00%	59,757,851	14,939,463
Intangible asset	1,010,002	-	25.00%	1,010,002	252,501
Provision for gratuity	(41,460,605)	-	25.00%	(41,460,605)	(10,365,151)
Investment in quoted shares	61,344,461	84,931,122	10.00%	(23,586,661)	(2,358,666)
					<b>186,228,559</b>



		30 June 2021	30 June 2020
	Note(s)	Taka	Taka
<b>18.00 Short term loans</b>			
Loan against Trust Receipt (LATR)	18.01	955,195,653	705,240,112
Time loan	18.02	7,004,480,988	4,768,472,786
Bank overdraft and cash credit	18.03	3,858,696,223	4,259,228,158
Accepted Bill for Payment (ABP)	18.04	3,122,371,569	1,964,640,328
		<b>14,940,744,433</b>	<b>11,697,581,384</b>
<b>18.01 Loan against Trust Receipt (LATR)</b>			
AB Bank Limited		102,112,814	35,374,871
Islami Bank Bangladesh Limited		847,391,094	446,291,500
Mercantile Bank Limited		-	86,030,514
Premier Bank Limited		-	53,144,275
Pubali Bank Limited		749,684	3,688,178
Trust Bank Limited		4,942,061	80,710,774
		<b>955,195,653</b>	<b>705,240,112</b>
<b>18.02 Time loan</b>			
AB Bank Limited		52,344,344	274,610,466
Al-Arafah Islami Bank Limited		223,196,800	208,464,450
Bank Asia Limited		395,509,696	205,659,442
Basic Bank Limited		233,350,483	-
Dutch Bangla Bank Limited		230,162,917	312,513,105
Eastern Bank Limited		622,274,091	287,958,693
Meghna Bank Limited		252,141,242	202,177,959
Mercantile Bank Limited		917,193,948	384,363,914
Midland Bank Limited		201,474,859	-
Modhumoti Bank Ltd		122,100,000	-
NCC Bank Limited		120,405,377	-
One Bank Limited		1,113,178,723	491,279,006
Standard Chartered Bank		711,404,094	817,901,587
The City Bank Limited		277,172,731	571,822,269
Trust Bank Limited		714,551,579	444,518,441
United Commercial Bank Limited		818,020,104	567,203,454
		<b>7,004,480,988</b>	<b>4,768,472,786</b>
<b>18.03 Bank overdraft and cash credit</b>			
AB Bank Limited		34,549,181	57,895,143
Agrani Bank Limited		306,826,687	1,021,698,300
Agrani Bank Limited		825,329,254	-
Bank Asia Limited		46,609,921	50,024,941
Basic Bank Limited		45,894,615	47,505,310
Community Bank Bangladesh Limited		184,938,015	-
Eastern Bank Limited		50,000,000	51,131,067
Meghna Bank Limited		49,787,659	48,690,874





		30 June 2021	30 June 2020
	Note(s)	Taka	Taka
Mercantile Bank Limited		34,052,695	201,300,707
Midland Bank Limited		406,254,366	154,813,729
Modhumoti Bank Limited		152,545,658	408,807,474
NCC Bank Limited		73,869,891	199,424,704
Premier Bank Limited		297,184,267	306,664,527
Pubali Bank Limited		516,118,755	834,027,898
Pubali Bank Limited		39,789,146	-
Standard Chartered Bank		53,716,293	152,540,602
State Bank of India		404,889,499	510,377,928
The City Bank Limited		42,468,277	39,565,281
Trust Bank Limited		95,484,794	94,281,284
United Commercial Bank Limited		46,681,200	80,478,389
Uttara Bank Limited		151,706,050	-
		<b>3,858,696,223</b>	<b>4,259,228,158</b>
<b>18.04 Accepted Bill for Payment (ABP)</b>			
AB Bank Limited		-	155,533,934
Al Arafah Islami Bank Limited		-	78,612,041
Bank Asia Limited		-	21,150,739
Dutch Bangla Bank Limited		188,319,303	122,379,813
Mercantile Bank Limited		70,294,810	228,326,737
NCC Bank Limited		349,662,269	73,266,597
One Bank Limited		128,209,983	265,420,817
Pubali Bank Limited		126,356,394	200,978,821
Southeast Bank Limited		-	302,363,855
Premier Bank Limited		-	5,092,950
The City Bank Limited		428,146,734	127,034,961
Trust Bank Limited		464,859,679	289,395,422
United Commercial Bank Limited		1,366,522,397	95,083,641
		<b>3,122,371,569</b>	<b>1,964,640,328</b>

#### 18.05 Terms of Short term borrowings

##### Security

- Post dated cheques
- Personal guarantee of all the sponsor directors
- Registered mortgage of land
- Pari-passu 1st charge on floating assets

##### Rate of Interest:

Interest rate is 9.00% per annum and will be calculated on quarterly basis.



		30 June 2021	30 June 2020
	Note(s)	Taka	Taka
<b>19.00 Creditors and accruals</b>			
For Revenue Expenses	19.01	419,974,401	63,650,863
For Other Finance	19.02	65,492,954	71,113,509
For Supplies		708,897,489	112,802,460
GPH Power Generation Limited		208,878,333	510,640,586
Advance Against Sales		245,339,902	16,997,033
Workers' Profit Participation Fund	19.03	111,698,531	20,978,155
		<b>1,760,281,610</b>	<b>796,182,606</b>
<b>19.01 Revenue expenses</b>			
Salary Payable		58,550,000	30,017,000
Audit Fee Payable		450,000	360,000
Utility Bill Payable		358,285,968	30,923,890
Provident Fund	19.01.01	1,513,433	1,174,973
Directors' Remuneration Payable		1,175,000	1,175,000
		<b>419,974,401</b>	<b>63,650,863</b>
<b>19.01.01 Provident fund</b>			
Opening Balance		1,174,973	1,656,749
Add: Addition during the year		14,901,852	9,700,070
		16,076,825	11,356,819
Less: Paid during the year		(14,563,392)	(10,181,846)
Closing balance		<b>1,513,433</b>	<b>1,174,973</b>
<b>19.02 Other finance</b>			
Advance Income Tax Payable		47,018,164	53,678,190
VAT Deducted at Source		18,021,120	16,981,649
Unpaid Refund Warrant		453,670	453,670
		<b>65,492,954</b>	<b>71,113,509</b>
<b>19.03 Workers' profit participation fund</b>			
Opening Balance		20,978,155	57,888,337
Add: Addition during the year		111,698,531	20,978,155
		132,676,686	78,866,492
Less: Paid during the year		(20,978,155)	(57,888,337)
Closing balance		<b>111,698,531</b>	<b>20,978,155</b>
<b>20.00 Unclaimed Dividend</b>			
Opening Balance		4,401,279	4,783,405
Add: Dividend declared during the year		189,098,044	180,093,370
Less: Paid during the year		(188,545,260)	(180,475,496)
Closing Balance		<b>4,954,063</b>	<b>4,401,279</b>



## 20.01 Year wise details of unclaimed dividend

### For year ended on

	Note(s)	30 June 2021 Taka	30 June 2020 Taka
30 June 2012 (Final)		511,800	512,700
30 June 2013 (Final)		519,180	520,800
30 June 2014 (Final)		775,745	776,153
30 June 2015 (Final)		538,168	538,168
30 June 2016 (Final)		909,416	914,522
30 June 2017 (Final)		506,371	510,413
30 June 2018 (Final)		9,827	9,827
30 June 2019 (Final)		579,474	618,696
30 June 2020 (Final)		604,082	-
		<b>4,954,063</b>	<b>4,401,279</b>

## 21.00 Current tax liability

Opening Balance		90,490,066	254,501,337
Add: Provision made during the year	21.02	343,634,665	84,721,754
		434,124,731	339,223,091
Less: Paid/adjusted during the year	10.01.01	(85,913,992)	(248,733,025)
Closing balance		<b>348,210,739</b>	<b>90,490,066</b>

## 21.01 Year wise income tax assessment status is as follows:

Accounting Year	Assessment Year	Opening balance	Provided during the year	Adjusted during the year	Balance	Remarks
Prior to 2015-2016			-	-	-	Assessment completed
2016-2017	2017-2018	111,031,009	179,191,873	(106,839,951)	183,382,931	Assessment in Appeal (Second)
2017-2018	2018-2019	183,382,931	169,979,806	(177,186,575)	176,176,162	Assessment in Appeal (Second)
2018-2019	2019-2020	176,176,162	248,877,693	(170,552,518)	254,501,337	Assessment in Appeal (First)
2019-2020	2020-2021	254,501,337	84,721,754	(248,733,025)	90,490,066	Return submitted
2020-2021	2021-2022	90,490,066	343,634,665	(85,913,992)	348,210,739	Return due by 15th January 2022

## 21.02 Reconciliation of effective tax rate

### Profit before tax

### Total income tax expense

### Factors affecting the tax charge:

	30 June 2021 Rate	30 June 2021 Taka	30 June 2020 Rate	30 June 2020 Taka
Tax using the applicable rate		2,122,272,084		398,584,935
Total income tax expense	<b>16.19%</b>	<b>343,634,665</b>	<b>21.26%</b>	<b>84,721,754</b>
Tax using the applicable rate	22.50%	477,511,219	25.00%	99,646,234
Difference between accounting and fiscal depreciation	-6.09%	(129,257,964)	-3.81%	(15,190,678)
Inadmissible expenses	0.00%	-	0.01%	54,476
Difference between gratuity provision and payment	0.10%	2,037,717	0.35%	1,385,286
Difference between WPPF and Welfare Fund provision and payment	0.96%	20,412,085	-	-
Unrealised foreign currency translation gain	-	-	-0.31%	(1,238,011)
Revenue gain on disposal of motor vehicles	-	-	0.04%	157,595
Rebate on export sales	-1.04%	(22,023,785)	-	-
Adjustment for unrealised gain on Investment in quoted shares	-0.10%	(2,033,526)	-	-
Adjustment for reduced rated taxable income	-0.14%	(3,011,081)	-0.02%	(93,148)
	<b>16.19%</b>	<b>343,634,665</b>	<b>21.26%</b>	<b>84,721,754</b>



		01 July 2020 to 30 June 2021	01 July 2019 to 30 June 2020
	Note(s)	Taka	Taka
<b>22.00 Revenue from contracts with customers</b>			
Local Sales	22.01	25,232,841,459	9,716,508,479
Export Sales	22.02	3,716,286,185	-
		<b>28,949,127,644</b>	<b>9,716,508,479</b>
Value Added Tax		(782,665,572)	(309,817,688)
		<b>28,166,462,072</b>	<b>9,406,690,791</b>
<b>22.01 Local Sales</b>			
M.S. Rod		22,135,037,274	9,618,524,171
M.S. Billet		2,822,788,038	-
Cut Pieces		57,750,540	16,010,673
Miss Roll and Ovel		44,553,610	57,693,216
Mill Scale		-	827,131
Oxygen, Nitrogen and Argon		172,711,997	23,453,288
		<b>25,232,841,459</b>	<b>9,716,508,479</b>
<b>22.02 Export Sales</b>			
M.S. Rod		8,631,000	-
M.S. Billet		3,699,296,427	-
Zinc Oxide		8,358,758	-
		<b>3,716,286,185</b>	<b>-</b>

Total export sales during the year USD 43,924,715 and it was nil for the year ended on 30 June 2020.

<b>23.00 Cost of goods sold</b>			
<b>Opening Finished goods</b>			
M.S. Rod		1,680,512,617	1,188,444,250
M.S. Billet		500,936,424	475,570,006
		<b>2,181,449,041</b>	<b>1,664,014,256</b>
<b>Add: Cost of Production</b>	23.01	26,143,588,998	8,370,264,133
		<b>28,325,038,039</b>	<b>10,034,278,389</b>
<b>Less: Closing Finished goods</b>			
M.S. Rod	11.01	3,163,895,266	1,680,512,617
M.S. Billet	11.01	1,195,988,810	500,936,424
		<b>4,359,884,076</b>	<b>2,181,449,041</b>
		<b>23,965,153,963</b>	<b>7,852,829,348</b>
<b>23.01 Cost of Production</b>			
<b>Opening Stock of:</b>			
Raw Material		4,629,873,049	912,274,607
Spare and Other Materials		195,352,014	215,770,808
		<b>4,825,225,063</b>	<b>1,128,045,415</b>
<b>Add: Purchase</b>			
Raw Material		19,756,386,182	10,248,641,617
Spare and Other Materials		2,064,808,508	348,355,562
		<b>21,821,194,690</b>	<b>10,596,997,179</b>





		01 July 2020 to 30 June 2021	01 July 2019 to 30 June 2020
	Note(s)	Taka	Taka
<b>Less: Closing Stock of</b>			
Raw Material	11.02	3,973,915,432	4,629,873,049
Spare and Other materials	11.03	1,731,365,847	195,352,014
		<b>5,705,281,279</b>	<b>4,825,225,063</b>
<b>Raw and Other Materials Consumed</b>		<b>20,941,138,474</b>	<b>6,899,817,531</b>
Sale of Scrap		-	-
Add: Factory overhead	23.02	5,202,450,524	1,470,446,602
<b>Cost of Production</b>		<b>26,143,588,998</b>	<b>8,370,264,133</b>
<b>23.02 Factory overhead</b>			
Salaries, Wages and Allowances		446,016,199	249,231,198
Overtime		33,425,172	21,077,902
Bonus		4,443,155	8,362,206
Depreciation	4.00	535,467,765	148,407,954
Amortization on right of use assets	5.00	28,341,314	7,881,183
Carriage Inward		17,652,775	13,764,548
Daily Labour Bill		68,699,596	37,883,597
Electricity Bill		3,647,241,932	831,162,525
Factory Canteen		16,091,608	8,895,211
Fuel, Oil and Lubricant		100,232,373	34,224,066
Gas Bill		203,542,865	55,027,170
Insurance		8,012,598	3,680,978
Internet Expenses		1,633,519	761,150
Loading and Unloading Expenses		23,679,233	7,935,205
Medical Expenses		2,053,140	664,412
Oxygen and LP Gas Charges		25,499,210	20,064,673
Repair and Maintenance		17,883,289	4,622,082
Staff Uniform		5,636,845	2,464,620
Testing Expenses		1,511,858	1,424,041
Vehicle Expenses		15,386,078	12,911,881
		<b>5,202,450,524</b>	<b>1,470,446,602</b>
<b>24.00 Administrative expenses</b>			
Directors' Remuneration	37.00	17,220,000	17,220,000
Salary and Allowances		193,080,518	134,727,832
Depreciation	4.00	29,748,209	8,244,887
Amortization on right of use assets	5.00	1,574,517	437,843
Amortization of Software	7.01	229,048	206,381
Audit Fee		575,000	460,000
BIS Certificate Expenses		333,584	93,148
BO Account Expenses		26,749	900
Board Meeting Expenses		990,750	630,060
Bonus		24,959,733	11,825,306
Electricity and Other Utility Expenses		37,522,463	1,555,812



		01 July 2020 to 30 June 2021	01 July 2019 to 30 June 2020
	Note(s)	Taka	Taka
Entertainment		11,277,990	4,054,063
Fees and Renewal		3,617,259	2,620,932
General Meeting Expenses		295,240	1,324,870
Group Insurance Premium		1,006,537	127,271
Legal and Professional Fee		6,984,500	298,500
Medical Expenses		371,045	-
Miscellaneous Expenses		1,403,489	1,352,516
Mobile, Telephone and Internet Charges		5,553,496	4,482,745
Newspaper and Periodicals		23,416	51,291
Office Maintenance		781,524	3,080,085
Office Rent		4,140,000	4,076,324
Postage and Stamps		770,379	464,304
Recruitment Expenses		85,130	725,250
Rent, Rate and Taxes		595,920	125,000
Share Management Expenses		2,778,067	2,559,075
Software and Data Connectivity Expenses		414,306	565,232
Stationery and Printing Charges		3,949,712	3,096,177
Training Fee		206,560	881,005
Travelling and Conveyance		6,152,940	2,267,749
Vehicle Expenses		15,048,388	7,135,896
		<b>371,716,469</b>	<b>214,690,454</b>
<b>25.00 Selling and distribution expenses</b>			
Advertisement Expenses		97,255,553	27,196,725
Carriage Outward		357,762,220	145,211,397
Loading and delivery expenses		46,367,622	-
Travelling and Conveyance		13,618,225	10,591,035
Commission on Sales		5,198,000	8,594,000
Promotional Expenses		32,494,311	16,228,853
Depreciation	4.00	29,748,209	8,244,887
Amortization on right of use assets	5.00	1,574,517	437,843
Marketing Collection Expenses		209,085	1,213,600
Export Expenses		26,965,209	-
Postage and Stamps		17,180	23,795
		<b>611,210,131</b>	<b>217,742,135</b>
<b>26.00 Finance cost</b>			
Interest on Bank Loan		1,094,980,998	746,422,953
Bank Charge		16,473,491	12,819,758
Loan Processing Fee		25,502,988	7,803,499
Foreign Currency Exchange (Gain)/Loss		(29,736,271)	35,226,004
		<b>1,107,221,206</b>	<b>802,272,214</b>



		01 July 2020 to 30 June 2021	01 July 2019 to 30 June 2020
	Note(s)	Taka	Taka
<b>27.00 Finance income</b>			
Interest Earned from FDR		51,555,369	56,393,073
Interest Income from SND Account		62,548	59,925
Interest Income from Arbee Textiles Limited		39,231,300	42,117,450
		<b>90,849,217</b>	<b>98,570,448</b>
<b>28.00 Other income</b>			
Dividend Income		2,526,253	1,862,960
PF Forfeited		226,886	190,945
Realised Gain/(Loss) on Sale of Shares in Listed Companies		20,170,064	-
Gain on Disposal of property, plant and equipment		-	(217,903)
		<b>22,923,203</b>	<b>1,836,002</b>

		30 June 2021	30 June 2020
		Taka	Taka
<b>29.00 Net Asset Value Per Share (NAV)</b>			
Total Assets		53,659,266,934	39,989,495,313
Less: Liabilities		41,802,349,407	33,556,136,799
Net Asset Value (NAV)		11,856,917,527	6,433,358,514
Number of ordinary shares outstanding during the year		397,105,891	378,196,087
<b>Net Assets Value (NAV) per share</b>		<b>29.86</b>	<b>17.01</b>

Net Asset Value (NAV) Per Share is increased due to revaluation of assets and incremental net profit in comparing to the reporting period ended on 30 June 2020.

		01 July 2020 to 30 June 2021	01 July 2019 to 30 June 2020
		Taka	Taka
<b>30.00 Earnings per share (EPS)</b>			
<b>30.01 Basic Earnings per share</b>			
The composition of Earnings per share (EPS) is given below :			
Total earnings attributable to the ordinary shareholders		1,660,893,429	299,417,556
Number of ordinary shares outstanding during the year		397,105,891	378,196,087
Weighted average number of ordinary shares outstanding during the year		397,105,891	378,196,087
<b>Basic Earnings Per Share</b>		<b>4.18</b>	<b>0.79</b>
<b>Restated Earnings Per Share</b>			<b>0.75</b>

**30.02 Diluted EPS**  
No diluted EPS was required to be calculated for the period since there was no scope for dilution of share during the period under review.

**30.03** The Company marketed its new products of the new expansion plant and during the year under audit the sales volume has been increased, consequently this has affected in EPS. Moreover, the Company has also exported a significant quantity of MS Billet to the People's Republic of China from its new expansion plant. As a result, the market share of the Company has been increased significantly. The combined effects of all above registered a positive impact on EPS and significant deviation has been occurred compared to the corresponding period.



	01 July 2020 to 30 June 2021	01 July 2019 to 30 June 2020
	Taka	Taka
<b>31.00 Net operating cash flow per share</b>		
Net operating cash flows (from statement of cash flows)	(1,607,995,523)	(3,063,596,909)
Number of ordinary shares outstanding during the year	397,105,891	378,196,087
<b>Net operating cash flow per share</b>	<b>(4.05)</b>	<b>(8.10)</b>

Payment to supplier and others is more than collection against sales proceeds. As a result, the NOCFPS is negative in this year.

	30 June 2021	30 June 2020
	Person	Person
<b>32.00 Number of employees</b>		
Employees drawing salary Tk 3,000 or below per month	-	-
Employees drawing salary above Tk 3,000 per month	1,991	1,650
	<b>1,991</b>	<b>1,650</b>
<b>33.00 Reconciliation of cash flows from operating activities</b>		
Profit before income tax	2,122,272,084	398,584,935
<b>Adjustment for</b>		
Depreciation charged	594,964,183	164,897,728
Amortization charged	229,048	206,381
Amortization on right of use asset	31,490,348	8,756,869
Finance cost	1,136,957,477	767,046,210
Finance income	(90,849,217)	(98,570,448)
Changes in fair value	(9,037,892)	-
Realised gain on sale of shares of listed companies	(20,170,064)	-
Loss on sale of property, plant and equipment	-	217,903
Dividend Income (net of tax)	(2,021,002)	(1,490,368)
	<b>3,763,834,965</b>	<b>1,239,649,210</b>
<b>(Increase)/decrease in Current Assets</b>		
Advances, deposits and prepayments	(1,956,265,916)	17,431,063
Inventories	(3,058,491,251)	(4,214,614,433)
Trade and other receivables	(746,741,652)	(115,420,133)
<b>Increase/(decrease) in Current Assets</b>		
Defined benefit obligation - gratuity	9,056,520	5,541,143
Creditors and accruals	964,097,505	213,802,226
	<b>(1,024,509,829)</b>	<b>(2,853,610,924)</b>
<b>Income tax paid</b>	<b>(583,485,694)</b>	<b>(209,985,985)</b>
<b>Net cash flows generated by operating activities</b>	<b>(1,607,995,523)</b>	<b>(3,063,596,909)</b>





### 34.00 Capacity and production

Production Capacity (In M. Ton)

Note(s)	01 July 2020 to 30 June 2021	01 July 2019 to 30 June 2020
	M. Ton	M. Ton
	1,840,000	360,000

### 35.00 Related Party Transactions

During the period the Company carried out a number of transactions with related parties in the normal course of business on an arms' length basis. Names of those related parties, nature of those transactions and their total value have been set out in accordance with the provisions of IAS-24: Related Party Disclosures.

Sl. No	Name of the Party	Relation	Nature of Transactions	Outstanding as on 30 June 2021	Outstanding as on 30 June 2020
1	GPH Power Generation Ltd.	Common Directorship	Supply of power at a flat rate	Cr. 208,878,333	Cr. 510,640,586
2	Jahangir and Other Ltd.	Common Directorship	Head office rent	Dr. 1,510,020	Cr. 919,639
3	GPH Steels Ltd.	Investee	Investment in equity shares	Dr. 1,000,000	Dr. 1,000,000
4	Asia Insurance Ltd.	Common Directorship	Insurance Policy against Letter of Credit	Dr. 4,963,171	Cr. 4,420,165
5	Arbee Textiles Ltd.	Common Directorship	Payment against interest bearing loan	Dr. 411,894,666	Dr. 372,416,996
6	LIPD Industries Ltd.	Common Directorship	Advance	Dr. 185,500	Dr. 185,500
7	GPH Ship Builders Ltd.	Common Directorship	Advance	Dr. 1,619,450	Dr. 1,200,000
8	ECO Ceramics Industries Ltd.	Common Directorship	Advance	Dr. 9,175,400	Dr. -

### 36.00 Key management personnel compensation

In accordance with para 17 of IAS 24 related party disclosure: during the year the amount of compensation paid to key management personnel including Board of Directors is as follows;

Short term employee benefits  
Post Employment Benefits  
Other long Term benefit  
Termination Benefit  
Share-based Payment

01 July 2020 to 30 June 2021	01 July 2019 to 30 June 2020
Taka	Taka
105,468,300	78,213,300
6,389,870	3,155,438
-	-
-	-
-	-
<b>111,858,170</b>	<b>81,368,738</b>



### 37.00 Directors' Remuneration

Details of directors' remuneration paid during the year are as follows:

Name	Designation	01 July 2020 to 30 June 2021 Taka	01 July 2019 to 30 June 2020 Taka
Mr. Mohammed Jahangir Alam	Managing Director	4,200,000	4,200,000
Mr. Md. Almas Shimul	Director	7,500,000	7,500,000
Mr. Md. Ashrafuzzaman	Director	2,760,000	2,760,000
Mr. Md. Abdul Ahad	Director	2,760,000	2,760,000
		<b>17,220,000</b>	<b>17,220,000</b>

Managing director and director, Mr. Md. Almas Shimul, are provided with transport facilities along with their remuneration.

### 38.00 Attendance status of Directors in Board Meetings

During the year ended 30 June 2021, 09 (Nine) board meetings were held. The attendance status of all the meetings are as follows:

Name of the Director	Designation	Meetings Held	Attendance
Mr. Md. Alamgir Kabir	Chairman	9	9
Mr. Mohammed Jahangir Alam	Managing Director	9	9
Mr. Md. Almas Shimul	Director	9	7
Mr. Md. Abdur Rouf	Director	9	2
Mr. Md. Ashrafuzzaman	Director	9	9
Mr. Md. Abdul Ahad	Director	9	9
Mr. Md. Azizul Haque	Director	9	9
Mr. M. A. Malek	Independent Director	9	3
Mr. Muktar Ahmed	Independent Director	9	9

### 39.00 Contingent liabilities

Bank guarantee  
L/C liabilities

Note(s)	30 June 2021 Taka	30 June 2020 Taka
39.01	723,971,299	520,131,579
39.02	5,273,571,363	4,950,752,552
	<b>5,997,542,662</b>	<b>5,470,884,131</b>
	42,729,759	38,415,980
	1,609,228	-
	169,910,000	-
	3,448,115	-
	1,000,000	1,000,000
	1,688,500	1,690,000
	503,585,697	479,025,599
	<b>723,971,299</b>	<b>520,131,579</b>

#### 39.01 Bank guarantee

AB Bank Limited  
Eastern Bank Limited  
Mercantile Bank Limited  
Midland Bank Limited  
Southeast Bank Limited  
State Bank of India  
United Commercial Bank Limited



		30 June 2021	30 June 2020
	Note(s)	Taka	Taka
<b>39.02 L/C liabilities</b>			
AB Bank Limited		126,694,073	-
Agrani Bank Limited		-	931,550,235
Dutch Bangla Bank Limited		617,637,168	124,126,059
Mercantile Bank Limited		270,294,810	590,662,113
Midland Bank Limited		501,195,531	3,910,753
NCC Bank Limited		561,321,857	270,628,445
One Bank Limited		277,375,194	595,200,000
Premier Bank Limited		-	49,088,000
Pubali Bank Limited		268,453,291	558,900,000
The City Bank Limited		304,907,341	173,479,957
Trust Bank Limited		656,578,530	549,792,642
United Commercial Bank Limited		1,689,113,568	1,103,414,348
		<b>5,273,571,363</b>	<b>4,950,752,552</b>

### 39.03 Capital expenditure commitment

There is no capital expenditure commitment as at 30 June 2021.

### 40.00 Events after reporting date

#### 40.01 Proposed Dividend:

The Board of Directors at the meeting held on 28 October 2021 has recommended 10% stock dividend and 20% cash dividend for the year ended 30 June 2021 (2020: 5% stock dividend and 5% cash) which is subject to approval by the shareholders in the Annual General Meeting.

#### 40.02 Minimum amount to be distributed as dividend

As per section 16G of Income Tax Ordinance 1984, as a listed company, GPH Ispat shall declare and distribute at least 30% of the net profit after tax as dividend (as per section 16F stock and cash) to its shareholders otherwise 10% tax shall be imposed on the total amount of retained earnings, fund, reserve or surplus.

Profit after tax	1,660,893,429	299,417,556
Maximum amount can be transferred to retained earnings (70% of net profit after tax)	-	(209,592,289)
<b>Minimum amount to be distributed as dividend (30% of net profit after tax)</b>	<b>498,268,029</b>	<b>89,825,267</b>

As the company complied abovementioned section, no provision has been made for minimum amount to be distributed as dividend for the year ended 30 June 2021.

### 41.00 Credit facility not availed

There was no credit facility available to the company under any contract, but not availed as on 30 June 2021 other than trade credit available in the ordinary course of business.

### 42.00 Financial risk management

International Financial Reporting Standard (IFRS) 7 - Financial Instruments: Disclosures - requires disclosure of information relating to both recognized and unrecognized financial instruments, their significance and performance, accounting policies, terms and conditions, net fair values and risk information- the Company's policies for controlling risks and exposures.



The management has overall responsibility for the establishment and oversight of the company's risk management framework. The company's risk management policies are established to identify and analyse the risks faced by the company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies, procedures and systems are reviewed regularly to reflect changes in market conditions and the company's activities. This note presents information about the company's exposure to each of the following risks, the company's objectives, policies and processes for measuring and managing risk, and its management of capital. The company has exposure to the following risks from its use of financial instruments.

	<b>Note(s)</b>
a) Credit risk	42.01
b) Liquidity risk	42.02
c) Market risk	42.03

#### 42.01 Credit risk

Credit risk is the risk of a financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the company's receivables from distributors, institutional and export customers etc.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

In monitoring credit risk, debtors are grouped according to their risk profile, i.e. their legal status, financial condition, ageing profile etc. Accounts receivable are related to sale of steels (M.S. Billet, M.S. Rod and allied products).

The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the statement of financial position.

##### a) Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

	<b>Note(s)</b>	<b>Amount in Taka 30 June 2021</b>	<b>Amount in Taka 30 June 2020</b>
Trade and other receivables	12	3,367,753,798	2,621,012,146
Advance and deposits	10.01 & 10.02	4,831,590,609	2,389,415,978
Investment in FDRs (long term and short term)	8, 9 & 13.03	1,424,525,049	886,903,580
Investment in Un-quoted equity	8.00	64,500,000	1,000,000
Investment in quoted shares	8.00	98,049,188	61,344,461
Cash at bank	13.02	127,352,130	31,879,085
		<b>9,913,770,774</b>	<b>5,991,555,250</b>
<b>b) Ageing of receivables</b>			
Dues within 6 months		2,870,188,712	2,167,326,014
Dues over 6 months		85,670,420	81,269,136
		<b>2,955,859,132</b>	<b>2,248,595,150</b>

#### 42.02 Liquidity risk

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity (cash and cash equivalents) is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation. Typically, the company ensures that it has sufficient cash and cash equivalents to meet expected operational expenses, including financial obligations through preparation of the cash flow forecast, based on time line of payment of financial obligations and accordingly arrange for sufficient liquidity/fund to make the expected payments within due dates. Moreover, the company seeks to maintain short term lines of credit with scheduled commercial banks to ensure payment of obligation in the event that there is insufficient cash to make the required payment. The requirement is determined in advance through cash flow projections and credit lines with banks are negotiated accordingly.





The following are the contractual maturities of financial liabilities:

Category of Liabilities	Carrying amount Taka	Nominal interest rate	Contractual cash flows		
			Within 12 months or less Taka	Over 12 months Taka	Total Taka
Defined Benefit Obligation - Gratuity	50,517,125	N/A	-	50,517,125	50,517,125
Long term loan	23,861,722,586	4.62%-9.00%	2,283,792,410	21,577,930,176	23,861,722,586
Short term loans	14,940,744,433	9.00%	14,940,744,433	-	14,940,744,433
Finance lease obligations	153,326,825	9.00%-14.50%	33,245,616	120,081,209	153,326,825
Creditors and accruals	1,760,281,610	N/A	1,760,281,610	-	1,760,281,610
	<b>40,766,592,579</b>		<b>19,018,064,069</b>	<b>21,748,528,510</b>	<b>40,766,592,579</b>

#### 42.03 Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

##### a) Currency risk

The company is exposed to currency risk on certain revenues and purchases such as melting scrap, chemical and acquisition of equipment. Majority of the company's foreign currency transactions are denominated in USD.

##### (i) Exposure to currency risk

###### As at 30 June 2021

###### Foreign currency denominated assets

Cash and cash equivalents

	Euro	GBP	USD	Taka
		113.34	552.01	60,163
-	-	<b>113.34</b>	<b>552.01</b>	<b>60,163</b>
<b>Foreign currency denominated liabilities</b>				
ECA Backed Finance	-	-	91,597,924.79	7,776,663,815
Long Term Financing Facility	-	-	49,141,032.37	4,172,073,648
Liability for Accepted Bills for Payment (ABP)	-	-	36,777,050.28	3,122,371,569
-	-	-	<b>177,516,007.44</b>	<b>15,071,109,032</b>
<b>Net exposure</b>	<b>-</b>	<b>113.34</b>	<b>(177,515,455.43)</b>	<b>(15,071,048,869)</b>

###### As at 30 June 2020

###### Liquidity risk is the risk that the company

###### Foreign currency denominated assets

Cash and cash equivalents

	Euro	GBP	USD	Taka
	-	113.30	552.02	58,664
-	-	<b>113.30</b>	<b>552.02</b>	<b>58,664</b>
<b>Foreign currency denominated liabilities</b>				
ECA Backed Finance	-	-	91,597,924.80	7,772,083,919
Long Term Financing Facility	-	-	41,999,234.59	3,563,635,055
Liability for Accepted Bills for Payment (ABP)	-	-	22,122,438.40	1,964,640,328
-	-	-	<b>155,719,597.78</b>	<b>13,300,359,302</b>
<b>Net exposure</b>	<b>-</b>	<b>113.30</b>	<b>(155,719,045.76)</b>	<b>(13,300,300,638)</b>



The company has translated all of its monetary items in foreign currency at the end of its accounting period by using two different rates since the bank offering two different rates for settling its assets and liabilities in foreign currency.

The following significant exchange rate is applied during the year:

	30 June 2021	30 June 2020
	Taka	Taka
Exchange rate of US Dollar	84.90	84.85
Exchange rate of GBP	117.32	104.37
Exchange rate of Euro	-	95.37

**(ii) Foreign exchange rate sensitivity analysis for foreign currency expenditures**

A reasonably possible strengthening (weakening) of the US Dollar against BD Taka at the reporting date would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. The analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecasted sales and purchases.

	30 June 2021		30 June 2020	
	Profit or loss		Profit or loss	
	Strengthening	Weakening	Strengthening	Weakening
	Taka	Taka	Taka	Taka
USD (2% movement)	(301,421,243)	301,421,243	(264,255,221)	264,255,221
GBP (2% movement)	266	(266)	237	(237)
Euro (2% movement)	-	-	(1,751,029)	1,751,029

**(b) Transaction risk**

Transaction risk is the risk that the Company will incur exchange losses when the accounting results are translated into the home currency.

**(c) Economic risk**

Economic risk refers to the effect of exchange rate movements on the international competitiveness of the company.

**(d) Interest rate risk**

Interest rate risk is the risk that arises due to changes in interest rates on borrowings. Short term bank borrowings are, however, not significantly affected by fluctuations in interest rates. The company has not entered into any type of derivative instrument in order to hedge interest rate risk as at the reporting date.

**Exposure to interest rate risk**

The interest rate profile of the company's interest-bearing financial instruments as reported to the management of the company is as follows.

	30 June 2021	30 June 2020
	Taka	Taka
<b>Fixed- rate instruments</b>		
Fixed rate instrument		
Financial assets	9,913,770,774	5,991,555,250
Financial liabilities	38,955,793,844	32,437,373,684
	<b>48,869,564,618</b>	<b>38,428,928,934</b>
<b>Variable- rate instruments</b>		
Financial assets	Nil	Nil
Financial liabilities	Nil	Nil
	-	-

**Cash flow sensitivity analysis for variable rate instruments**

There being no variable rate instruments, sensitivity analysis has not presented.



### 43.00 Financial Instruments- Accounting classifications and fair values

The following table shows the carrying amounts of financial assets and financial liabilities. It does not include fair value information for financial assets and financial liabilities not measured at fair value as the carrying amount is a reasonable approximation of fair value.

Note ref.	Fair value through profit or loss	Fair value through OCI	Financial assets at amortised cost	Other financial liabilities	Total
	Taka	Taka	Taka	Taka	Taka
<b>30 June 2021</b>					
<b>Financial Assets measured at fair value</b>					
Investment in quoted shares	98,049,188	-	-	-	98,049,188
<b>Financial Assets not measured at fair value</b>					
Trade and other receivables	-	-	3,367,753,798	-	3,367,753,798
Deposits	-	-	102,644,130	-	102,644,130
Investments in FDR	-	-	1,424,525,049	-	1,424,525,049
Cash at banks	-	-	127,352,130	-	127,352,130
	-	-	5,022,275,107	-	5,022,275,107
<b>Financial Liabilities not measured at fair value</b>					
Long term borrowings	-	-	-	23,861,722,586	23,861,722,586
Finance lease obligations	-	-	-	153,326,825	153,326,825
Short term borrowings	-	-	-	14,940,744,433	14,940,744,433
Creditors and accruals	-	-	-	1,760,281,610	1,760,281,610
	-	-	-	40,716,075,454	40,716,075,454
<b>30 June 2020</b>					
<b>Financial Assets measured at fair value</b>					
Investment in quoted shares	-	61,344,461	-	-	61,344,461
<b>Financial Assets not measured at fair value</b>					
Trade and other receivables	-	-	2,621,012,146	-	2,621,012,146
Deposits	-	-	111,144,130	-	111,144,130
Investments in FDR	-	-	886,903,580	-	886,903,580
Cash at banks	-	-	31,879,085	-	31,879,085
	-	-	3,650,938,941	-	3,650,938,941
<b>Financial Liabilities not measured at fair value</b>					
Long term borrowings	-	-	-	20,689,484,496	20,689,484,496
Finance lease obligations	-	-	-	50,307,804	50,307,804
Short term borrowings	-	-	-	11,697,581,384	11,697,581,384
Creditors and accruals	-	-	-	796,182,606	796,182,606
	-	-	-	33,233,556,290	33,233,556,290



Company Secretary



Director



Managing Director









## BANGLADESH UNIVERSITY OF ENGINEERING AND TECHNOLOGY (BUET) DEPARTMENT OF CIVIL ENGINEERING STRENGTH OF MATERIALS LABORATORY



TEST OF DEFORMED M.S. BARS (BDS ISO 6935-2:2016)

Sent by: Bhuson Kurmi  
Managing Director, First Dhaka Elevated Expressway (FDEE) Company Limited.  
Project: Dhaka Elevated Expressway PPP Project.

Mobile: 01818 557 964; PABX: (8802) 55167100, 55167228-57 Ext. 7224, information: <http://buet.ac.bd>, Report verification: <http://webfy.ca.buet.ac.bd>

BRTC No.: 1102-30819CE/20-21; Dt. 13/3/2021  
Ref.: FDEE/BUET/TEST/001/2021; Dt. 28/2/2021  
Date of Test: 13/3/2021

Samples were received in SEALED condition.

Sl. No.	Flag Mark / Identification	Nominal dia. mm	Actual dia. mm	Mass Per Unit Length kg/m	Average Mass Per Unit Length kg/m	Yield or Proof Load kN	Yield or Proof Strength $R_{eL}$ MPa	Average Yield Strength $R_{eL}$ MPa	Tensile Load kN	Tensile Strength $R_m$ MPa	Average Tensile Strength $R_m$ MPa	Total Elongation (%)	Average Total Elongation (%)	Blind Test (Separate samples)	Reference Test (Separate samples)
1	GPH SPAT B500 CHR	32	31.7	6.213	6.213	442	550	550	522	666	655	18	18	Satisfactory	Satisfactory
2	GPH SPAT B500 CHR	32	31.8	6.222	6.231	442	550	550	522	655	655	18	18	Satisfactory	Satisfactory
3	GPH SPAT B500 CHR	32	31.9	6.257	6.257	447	555	555	536	668	668	23	23	Satisfactory	Satisfactory
4	GPH SPAT B500 CHR	25	24.9	3.876	3.876	277	565	565	327	683	679	22	22	Satisfactory	Satisfactory
5	GPH SPAT B500 CHR	25	24.9	3.853	3.853	278	565	565	328	678	678	22	22	Satisfactory	Satisfactory
6	GPH SPAT B500 CHR	25	24.9	3.821	3.821	278	565	565	328	678	678	22	22	Satisfactory	Satisfactory
7	GPH SPAT B500 CHR	20	20.0	2.464	2.464	174	555	555	204	650	650	24	24	Satisfactory	Satisfactory
8	GPH SPAT B500 CHR	20	20.0	2.469	2.462	174	555	555	203	645	636	24	24	Satisfactory	Satisfactory
9	GPH SPAT B500 CHR	16	15.9	1.565	1.565	107	530	530	125	608	608	25	25	Satisfactory	Satisfactory
10	GPH SPAT B500 CHR	16	15.9	1.564	1.561	107	530	530	124	615	620	24	24	Satisfactory	Satisfactory
11	GPH SPAT B500 CHR	12	12.0	0.862	0.862	62	550	550	71	630	630	27	27	Satisfactory	Satisfactory
12	GPH SPAT B500 CHR	12	12.0	0.865	0.866	62	550	545	72	635	630	26	26	Satisfactory	Satisfactory
13	GPH SPAT B500 CHR	12	12.0	0.865	0.866	61	540	540	71	630	630	27	27	Satisfactory	Satisfactory
14	GPH SPAT B500 CHR	12	12.0	0.865	0.866	61	540	540	71	630	630	27	27	Satisfactory	Satisfactory
15	GPH SPAT B500 CHR	12	12.0	0.865	0.866	61	540	540	71	630	630	27	27	Satisfactory	Satisfactory

Compressive factor:  $1.0 \text{ MPa} = 1.0 \text{ N/mm}^2 = 145 \text{ psi}$ . Strengths are based on nominal area.

ISO 6935-2:2016 Table 2

Bar size	16	20	25	32	40	50	63	80	100	125	160	200	250	315	400	500	630	800	1000
Nominal cross sectional area, $A_n$ , mm <sup>2</sup>	201	314	491	804	1257	2011	2810	3801	5013	6452	8168	10139	12569	15680	19635	24496	30399	37556	46238
Nominal mass per unit length, $m$ , kg/m	2.62	4.00	6.25	10.2	15.8	25.5	35.7	48.5	63.5	82.0	104	129	158	196	245	304	381	476	590
Yield strength, $R_{eL}$ , MPa	460	460	460	460	460	460	460	460	460	460	460	460	460	460	460	460	460	460	460
Tensile strength, $R_m$ , MPa	570	570	570	570	570	570	570	570	570	570	570	570	570	570	570	570	570	570	570

Actual diameter of bars are shown for informative purposes only. It is not a requirement of BDS ISO 6935-2:2016.

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16.03.2021

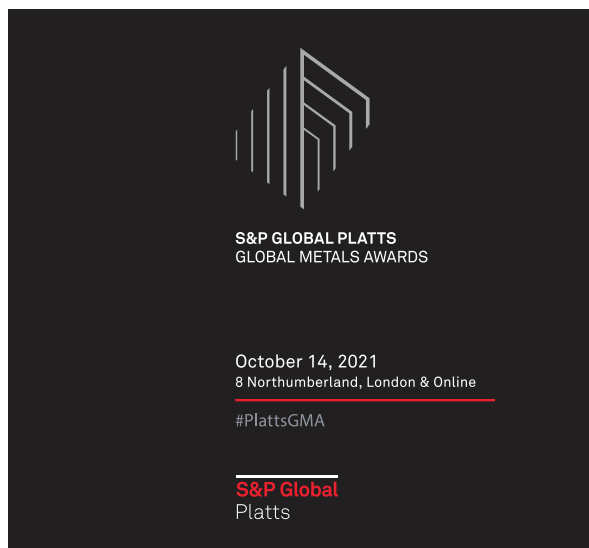
Test performed by:  
Dr. Shohel Rana

Associate Professor, Dept. of Civil Engg., BUET



Countersigned by:  
Prof. Dr. A.B.M. Baduzzaman, Test-In-Charge  
Dept. of Civil Engg., BUET

Important Note: Samples as supplied to us have been tested. BRTC does not have any responsibility as to the representative character of the samples required to be tested. It is recommended that the samples are sent in a secure and sealed covered container under the signature of a competent authority. In order to avoid fraudulent fabrication of test results, this report has been printed on a security paper. It is also recommended that the test results be collected by a duly authorized person.



**Category:**  
**Industry Leadership Award: Steel**

## **2021 S&P GLOBAL PLATTS GLOBAL METALS AWARDS FINALISTS**

GPH Ispat  
Industrial Project Group (IPG)  
JSW Steel  
Kirby Building Systems & Structures India  
Nucor  
POSCO  
Severstal  
SLR Metaliks  
SSAB  
Steel Dynamics









Registered Office: Crown Chamber, 325 Asadgonj, Chattogram

**PROXY FORM**

I/We \_\_\_\_\_  
of \_\_\_\_\_ being a Shareholder of GPH Ispat Ltd. do hereby appoint  
Mr./MS. \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to  
attend and vote on my/our behalf at the 15th Annual General Meeting (AGM) of the Company to be held on Monday, 20 December,  
2021 at 3:00 pm by using Digital Platform link **http://gphisp15th.digitalagmbd.net** and at any adjournment thereof.  
As witness my hand this \_\_\_\_\_ day of \_\_\_\_\_ 2021.

Affix Revenue  
Stamp of  
Tk. 20

\_\_\_\_\_  
(Signature of Shareholder)

Number of Shares held \_\_\_\_\_

\_\_\_\_\_  
(Signature of Proxy)

**Shareholders BO ID No:**

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Note:

1. The proxy form duly filled up should reach to the Registered Office of the company not less than 48 hours before the time fixed for the meeting.
2. Signature of the Shareholder should agree with the specimen signature registered with the Company or BO Account/CDBL Record.



Registered Office: Crown Chamber, 325 Asadgonj, Chattogram

**SHAREHOLDER'S ATTENDANCE SLIP**

I/We hereby record my/our presence at the 15th Annual General Meeting of the Company to be held on Monday, 20 December,  
2021 at 3:00 pm by using Digital Platform (link **http://gphisp15th.digitalagmbd.net**).

Name of the Shareholder/Proxy: \_\_\_\_\_

**Shareholders BO ID No:**

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

\_\_\_\_\_  
Signature of Shareholder/Proxy

\_\_\_\_\_  
Authorized Signatory  
**GPH ispat Ltd.**

N.B: Please present this slip at the reception desk on the AGM date.





## **GPH ISPAT LTD.**

### **Registered Office**

Crown Chamber  
325 Asadgonj, Chattogram-4000, Bangladesh  
Tel: +88 031 631460 (PABX), +88 031 2854997  
Fax: +88 031 610995  
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### **Dhaka Office**

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Fax: +88 02 9880366  
E-mail: [salesdhk@gphispac.com.bd](mailto:salesdhk@gphispac.com.bd)

### **Factory**

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